


**MARVEL®**

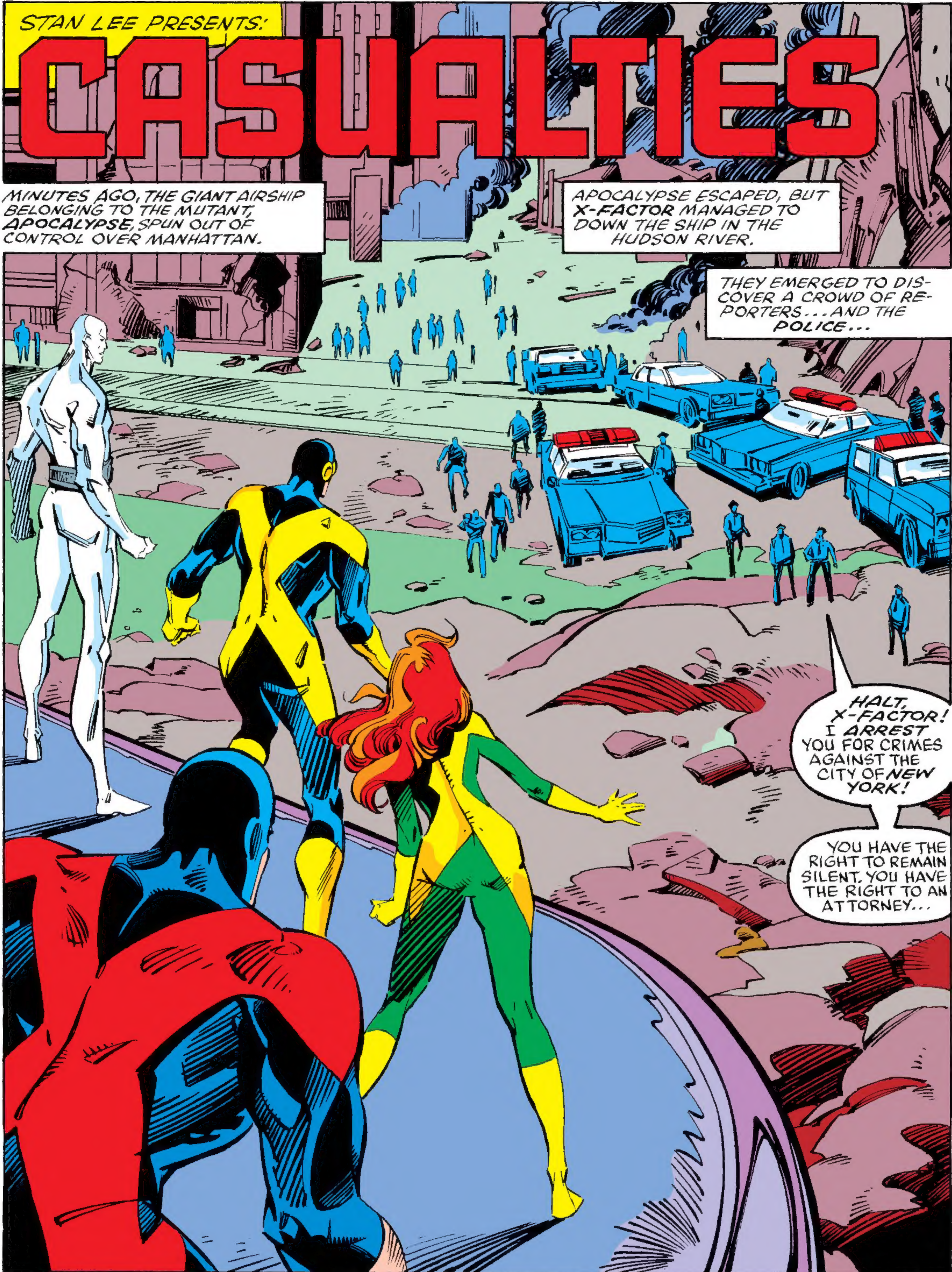


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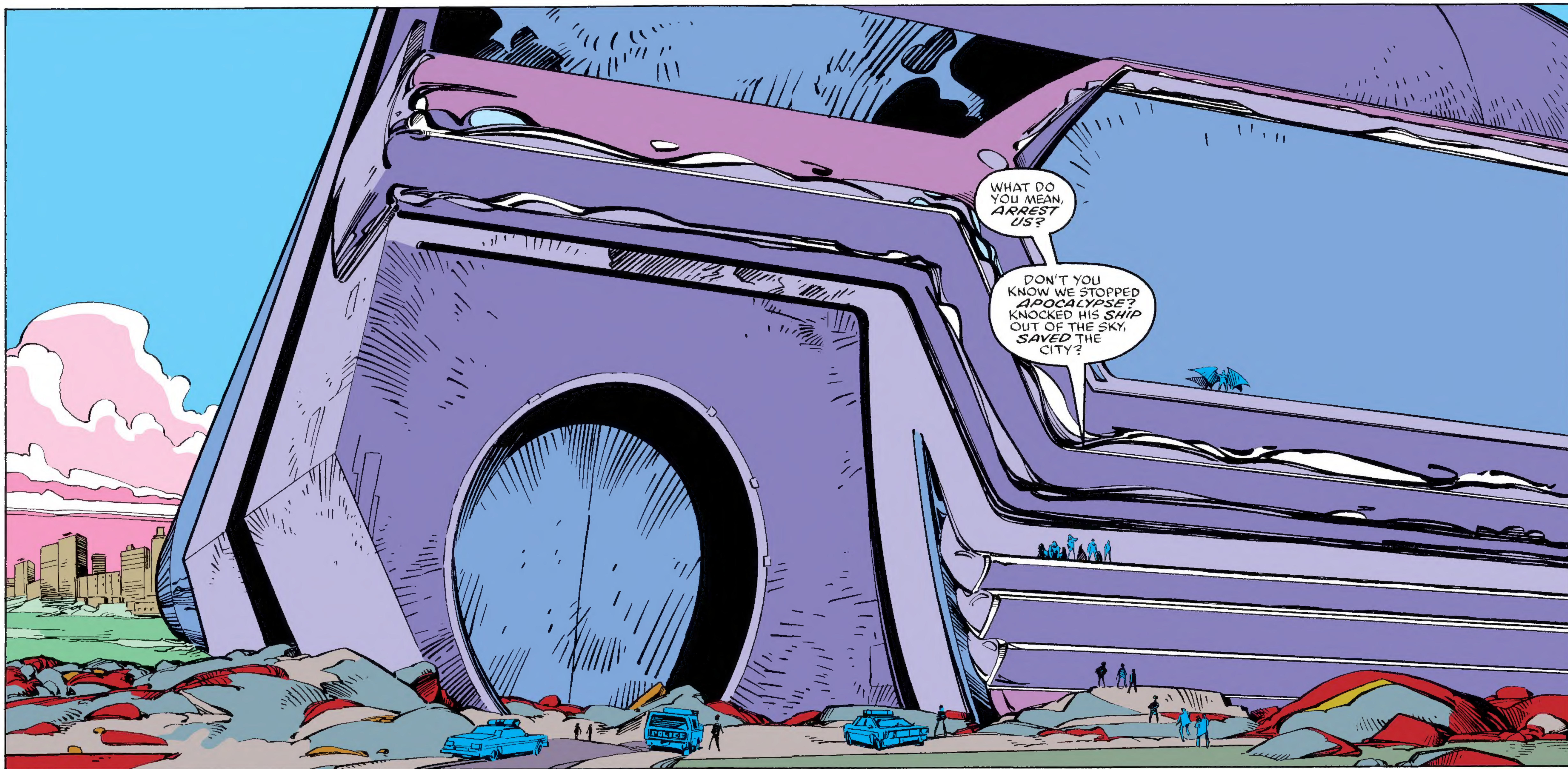






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WHAT DO YOU MEAN, ARREST US?

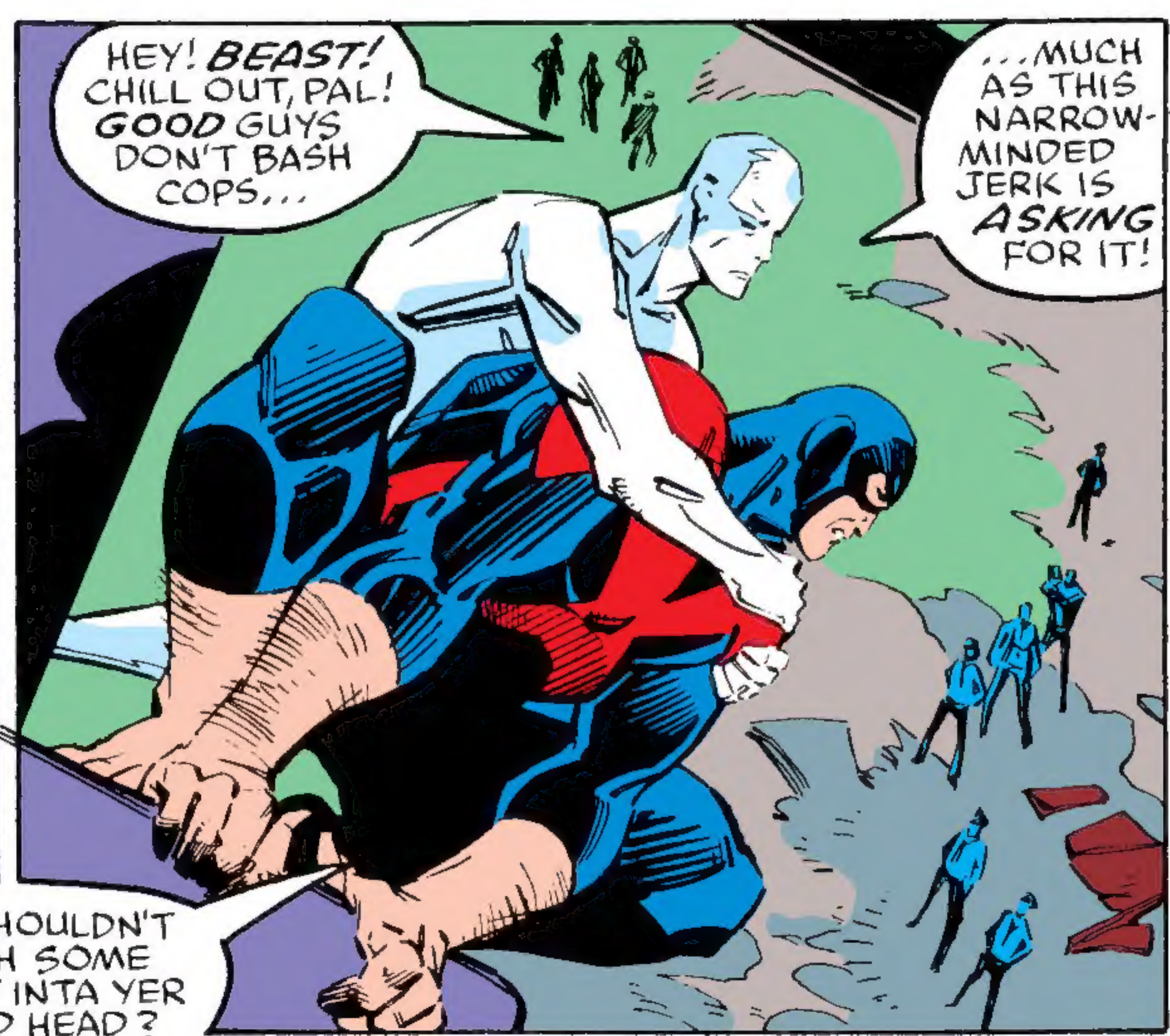
DON'T YOU KNOW WE STOPPED APOCALYPSE? KNOCKED HIS SHIP OUT OF THE SKY, SAVED THE CITY?



ALL WE HAVE IS YOUR WORD FOR THAT!

WHY SHOULD WE BELIEVE YOU?

WHY SHOULDN'T I BASH SOME SENSE INTO YER STUPID HEAD?

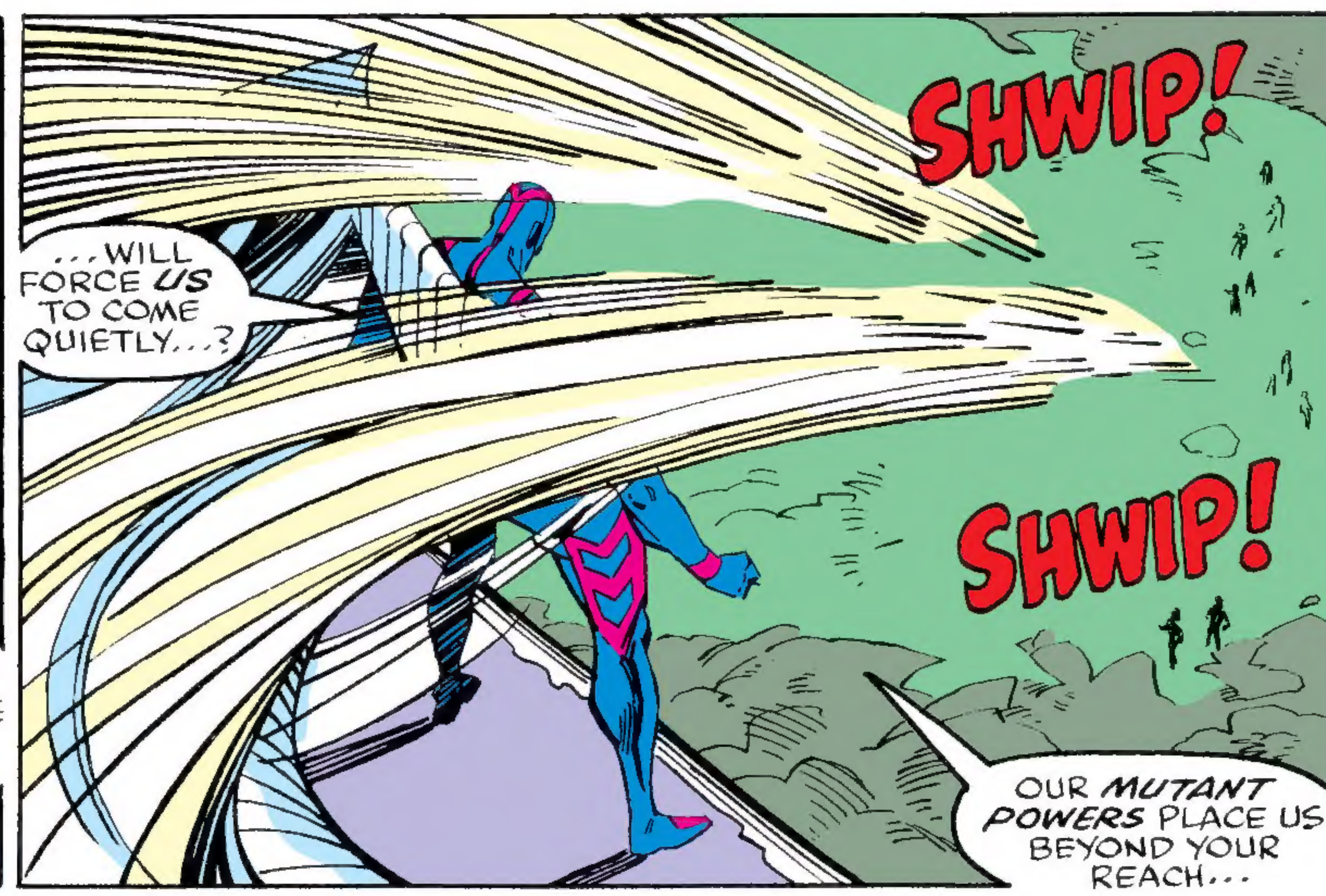


HEY! BEAST! CHILL OUT, PAL! GOOD GUYS DON'T BASH COPS...

...MUCH AS THIS NARROW-MINDED JERK IS ASKING FOR IT!



YOU REALLY BELIEVE THAT WAVING THOSE PITIFUL TOYS IN OUR FACES...



...WILL FORCE US TO COME QUIETLY...?

SHWIP!

SHWIP!

OUR MUTANT POWERS PLACE US BEYOND YOUR REACH...

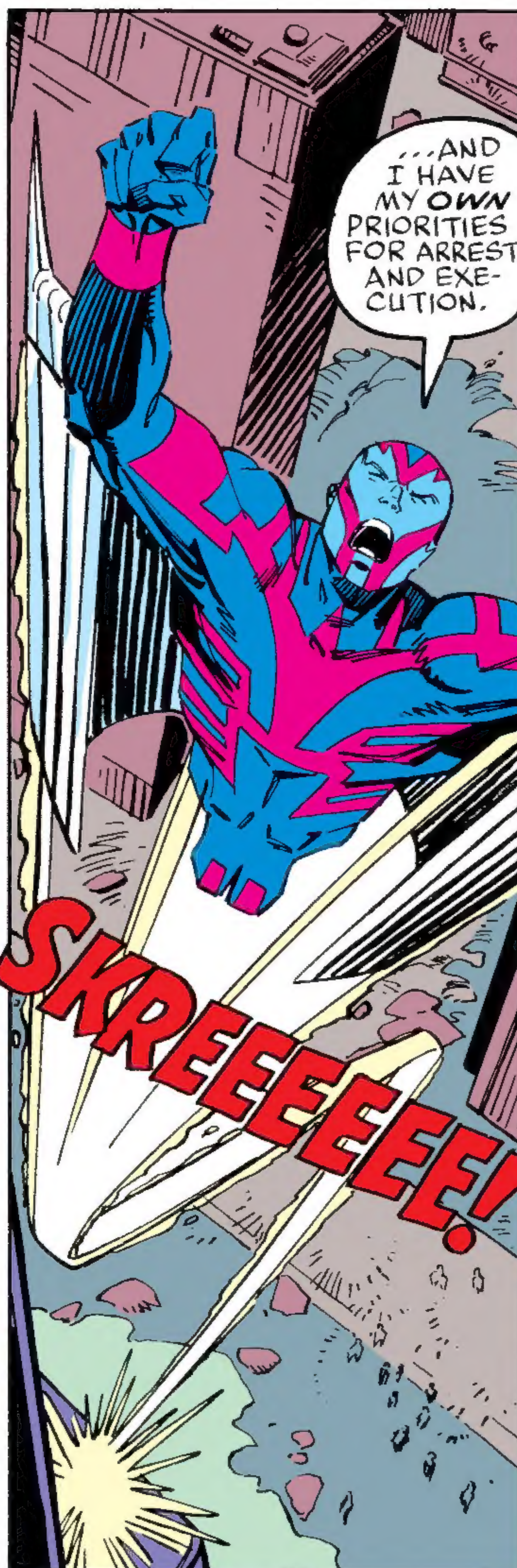




THOK!  
THOK!

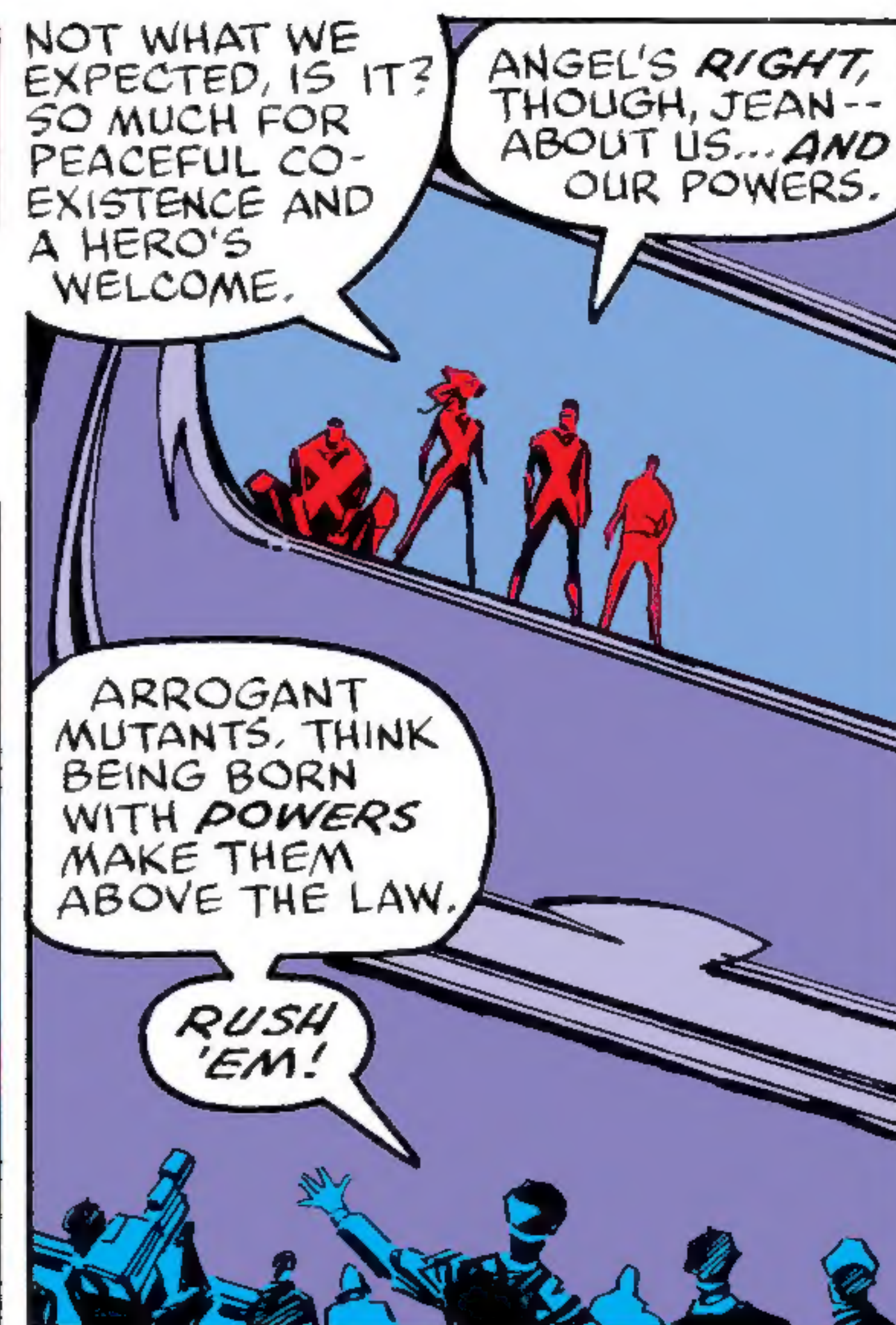


THOK!  
THOK!  
THOK!



...AND I HAVE MY OWN PRIORITIES FOR ARREST AND EXECUTION.

SKREEEEEE!



NOT WHAT WE EXPECTED, IS IT? SO MUCH FOR PEACEFUL CO-EXISTENCE AND A HERO'S WELCOME.

ANGEL'S RIGHT, THOUGH, JEAN-- ABOUT US... AND OUR POWERS.

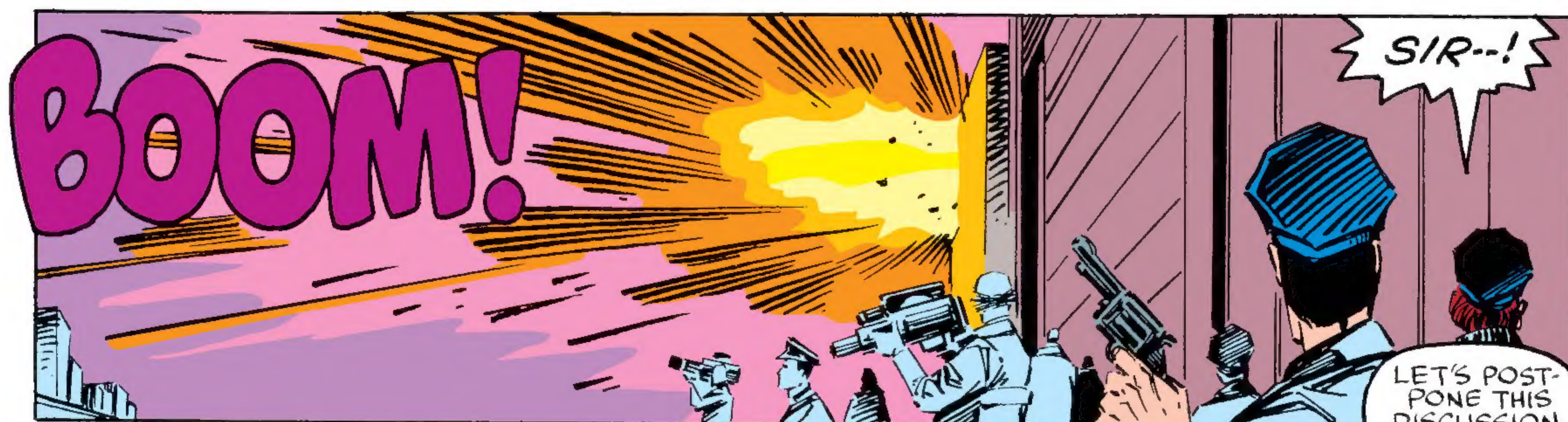
ARROGANT MUTANTS. THINK BEING BORN WITH **POWERS** MAKE THEM ABOVE THE LAW.

RUSH 'EM!



WAIT, LIEUTENANT! NO POINT LOOKING LIKE FOOLS ON CAMERA.

I'VE SEEN THESE GUYS IN ACTION! BELIEVE ME... GUNS WON'T WORK!



SIR--!

LET'S POSTPONE THIS DISCUSSION, SHALL WE LIEUTENANT?

TAKE US UP, MARVEL GIRL!

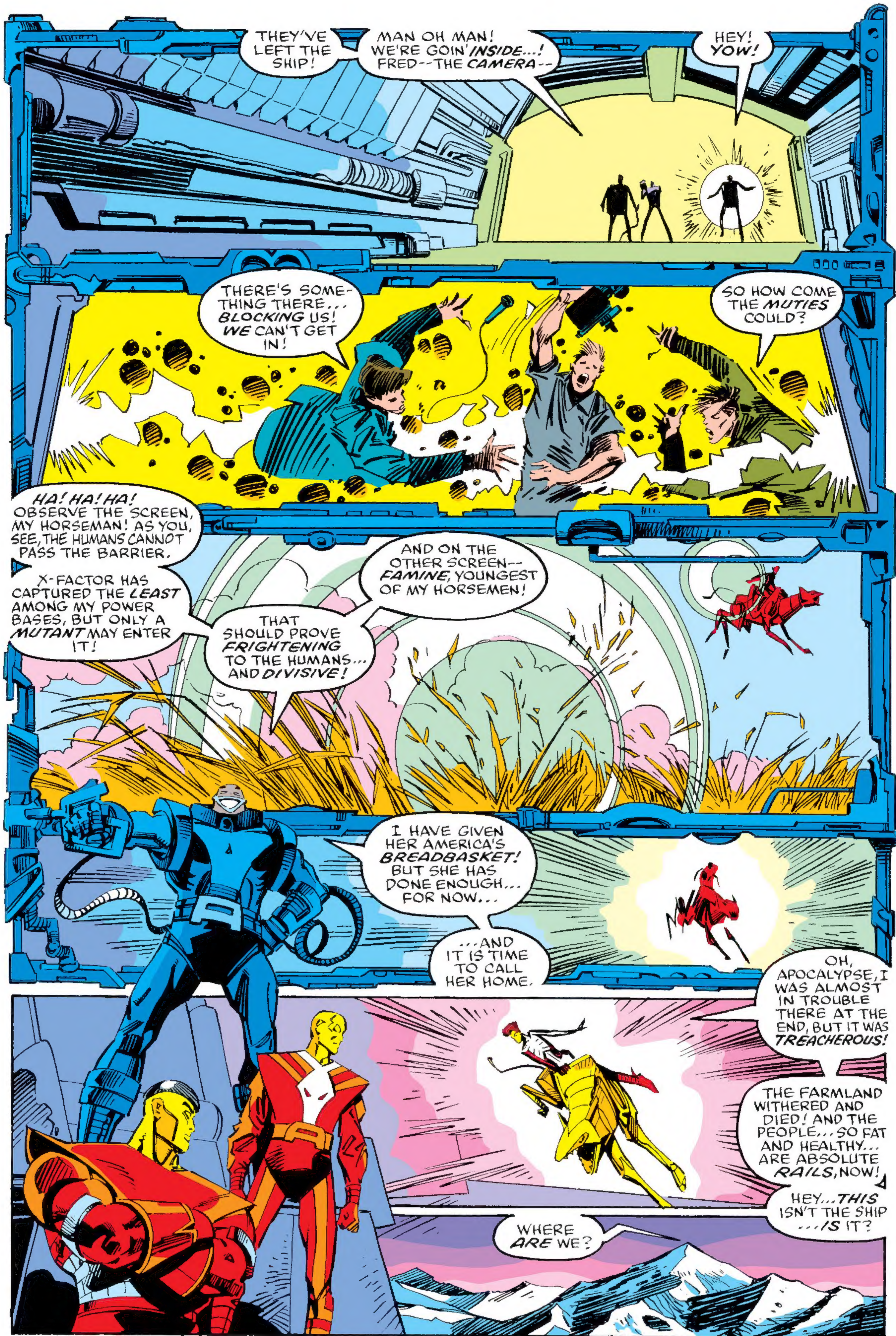
THE GIRL'S DOING THAT? LIFTING ALL OF THEM?

YEAH, LIEUTENANT! I READ ABOUT IT! IT'S CALLED TELEKINETICS.

LISTEN... I HEARD X-FACTOR'S SPEECH ABOUT HUMANS AND MUTANTS CO-OPERATING...

...AND I OFFICIALLY RECOMMEND, SIR, THAT, FOR ONCE, WE GIVE IT A TRY.





THEY'VE LEFT THE SHIP!

MAN OH MAN! WE'RE GOIN' INSIDE...! FRED--THE CAMERA--

HEY! YOW!

THERE'S SOMETHING THERE... BLOCKING US! WE CAN'T GET IN!

SO HOW COME THE MUTIES COULD?

HA! HA! HA! OBSERVE THE SCREEN, MY HORSEMAN! AS YOU, SEE, THE HUMANS CANNOT PASS THE BARRIER.

X-FACTOR HAS CAPTURED THE LEAST AMONG MY POWER BASES, BUT ONLY A MUTANT MAY ENTER IT!

AND ON THE OTHER SCREEN-- FAMINE, YOUNGEST OF MY HORSEMEN!

THAT SHOULD PROVE FRIGHTENING TO THE HUMANS... AND DIVISIVE!

I HAVE GIVEN HER AMERICA'S BREADBASKET! BUT SHE HAS DONE ENOUGH... FOR NOW...

...AND IT IS TIME TO CALL HER HOME.

OH, APOCALYPSE, I WAS ALMOST IN TROUBLE THERE AT THE END, BUT IT WAS TREACHEROUS!

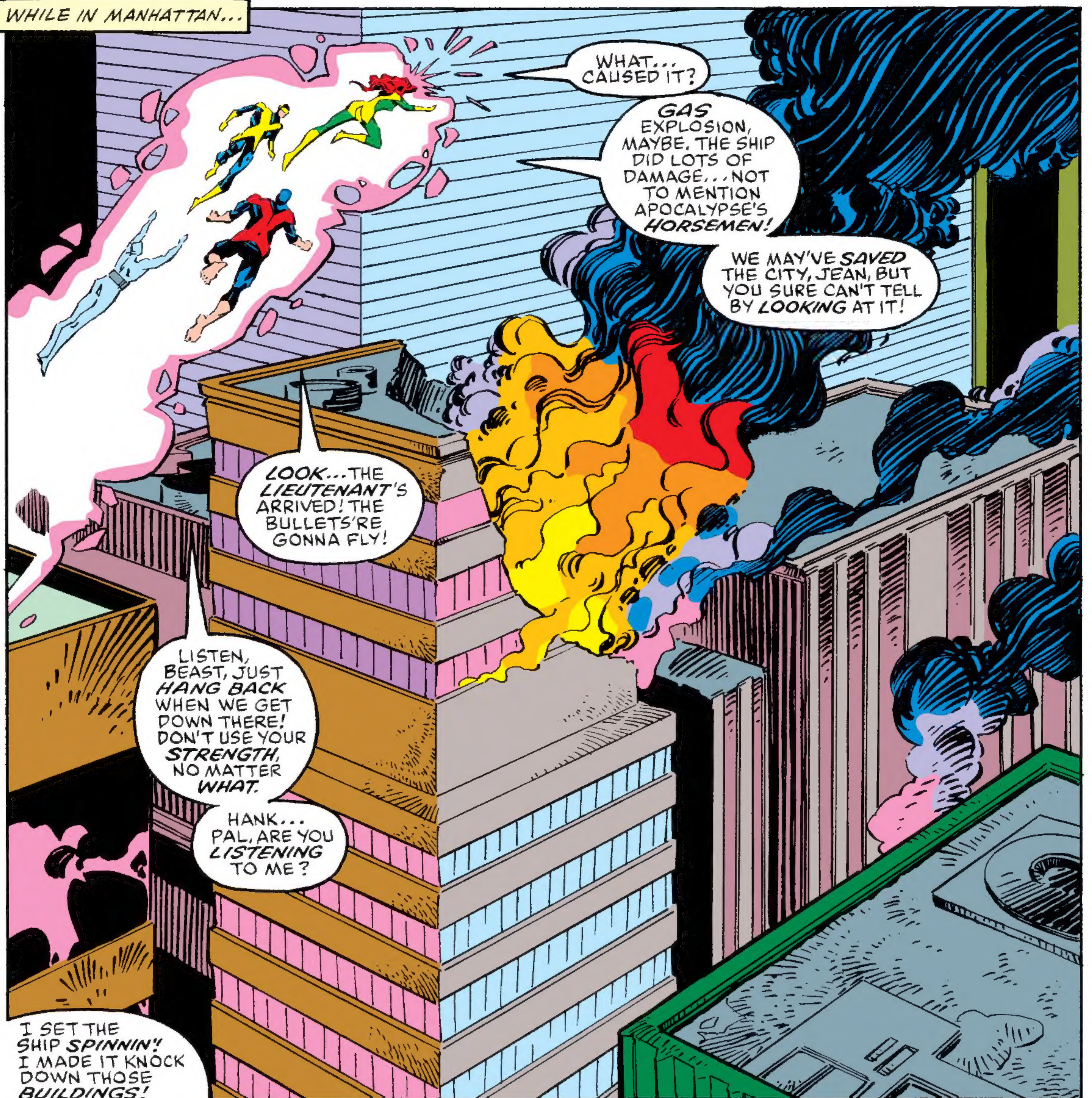
THE FARMLAND WITHERED AND DIED! AND THE PEOPLE... SO FAT AND HEALTHY... ARE ABSOLUTE RAILS, NOW!

HEY... THIS ISN'T THE SHIP... IS IT?

WHERE ARE WE?



WHILE IN MANHATTAN...



WHAT...  
CAUSED IT?

**GAS**  
EXPLOSION,  
MAYBE. THE SHIP  
DID LOTS OF  
DAMAGE... NOT  
TO MENTION  
APOCALYPSE'S  
**HORSEMEN!**

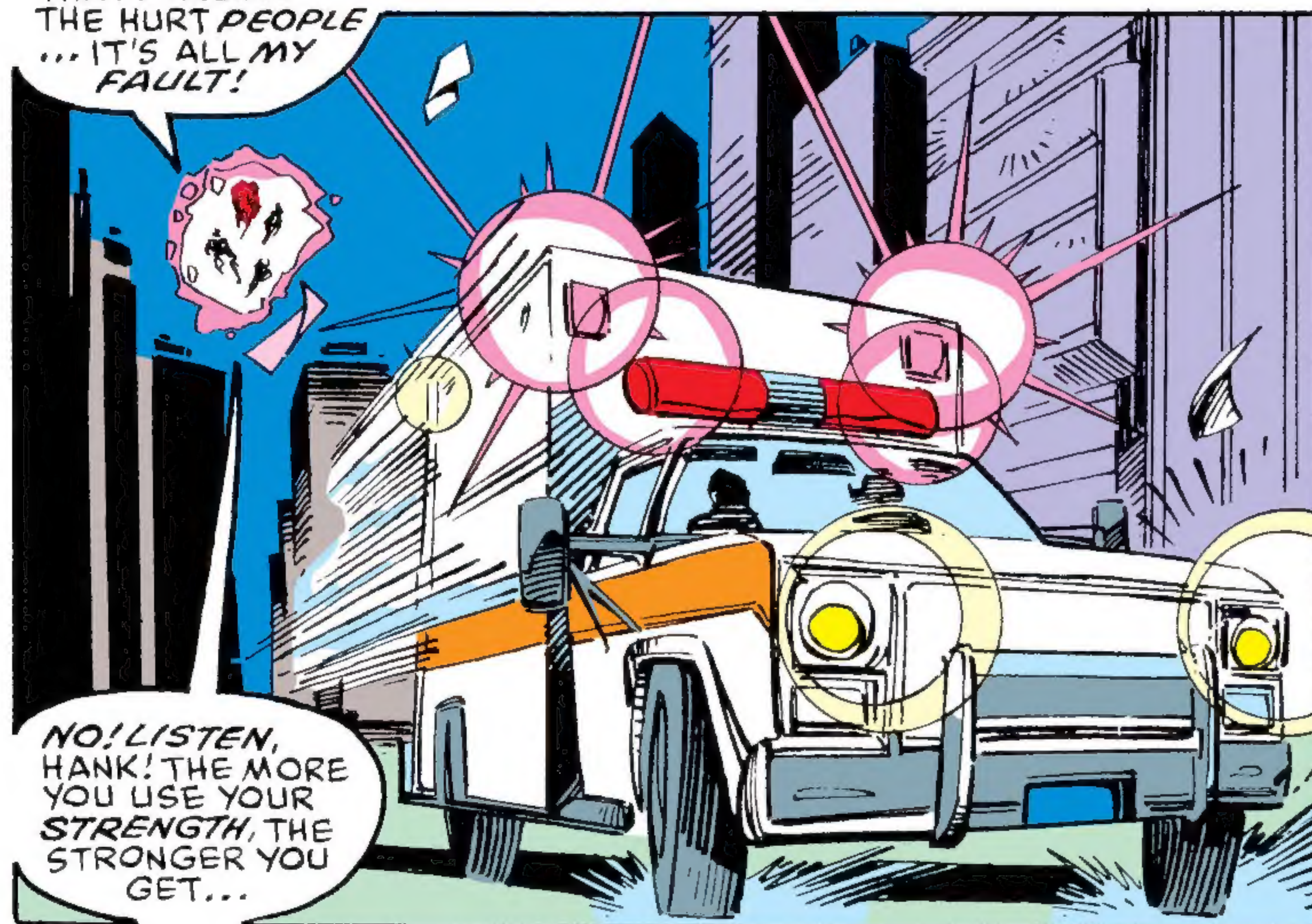
WE MAY'VE **SAVED**  
THE CITY, JEAN, BUT  
YOU SURE CAN'T TELL  
BY **LOOKING** AT IT!

**LOOK...** THE  
**LIEUTENANT'S**  
ARRIVED! THE  
BULLETS'RE  
GONNA FLY!

LISTEN,  
BEAST, JUST  
**HANG BACK**  
WHEN WE GET  
DOWN THERE!  
DON'T USE YOUR  
**STRENGTH,**  
NO MATTER  
**WHAT.**

HANK...  
PAL, ARE YOU  
**LISTENING**  
TO ME?

I SET THE  
SHIP **SPINNIN'!**  
I MADE IT **KNOCK**  
DOWN THOSE  
**BUILDINGS!**  
THAT **FIRE...**  
THE **HURT PEOPLE**  
... IT'S ALL MY  
**FAULT!**



**NO! LISTEN,**  
HANK! THE MORE  
YOU USE YOUR  
**STRENGTH,** THE  
STRONGER YOU  
GET...

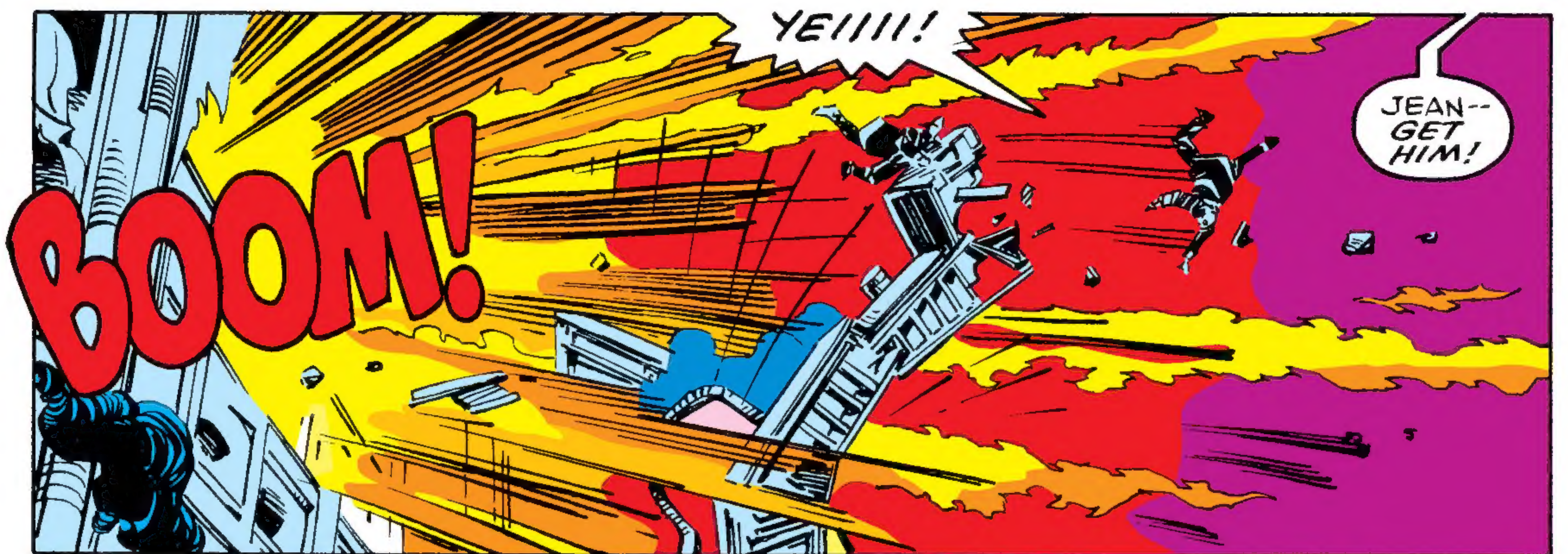
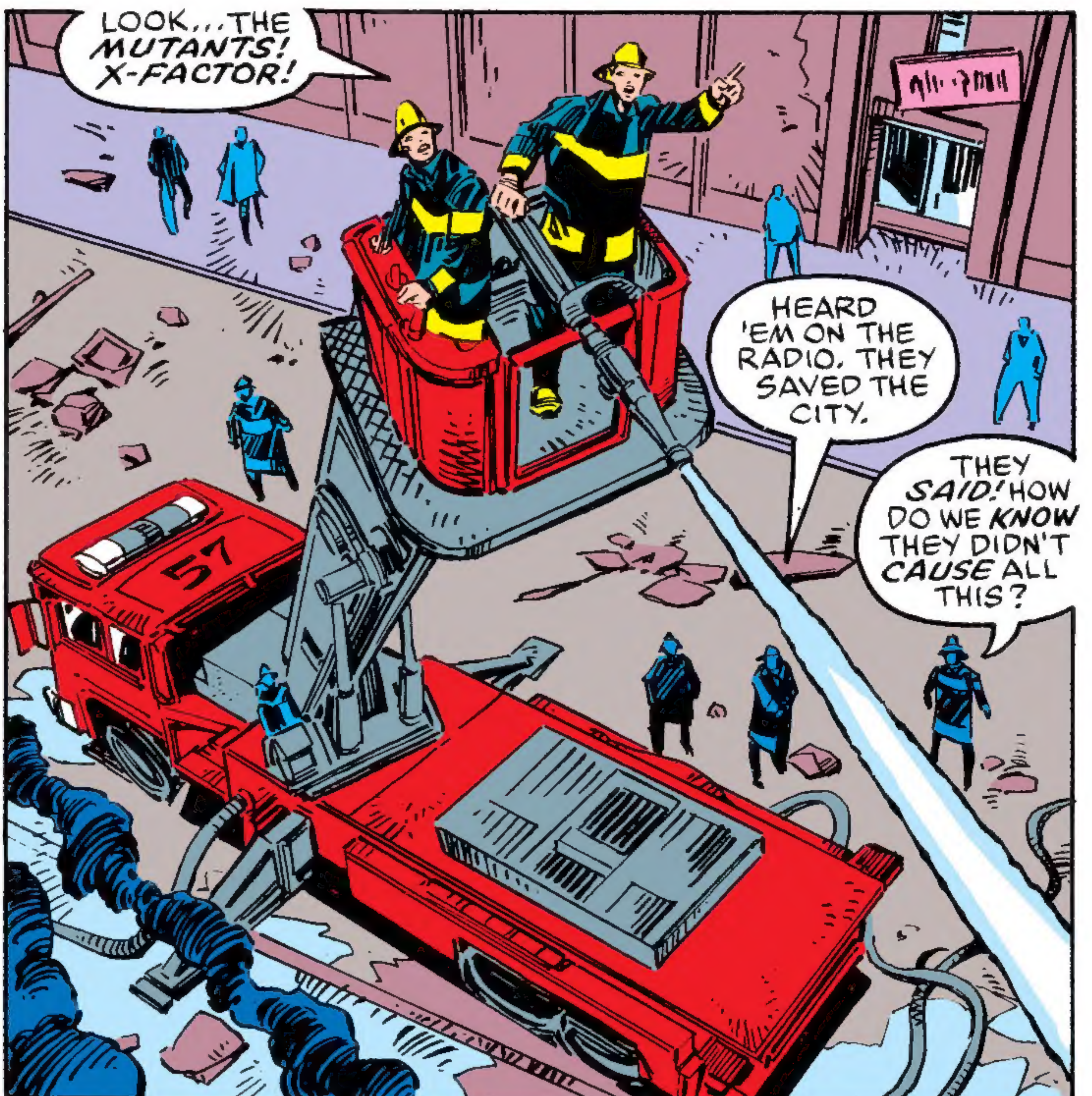
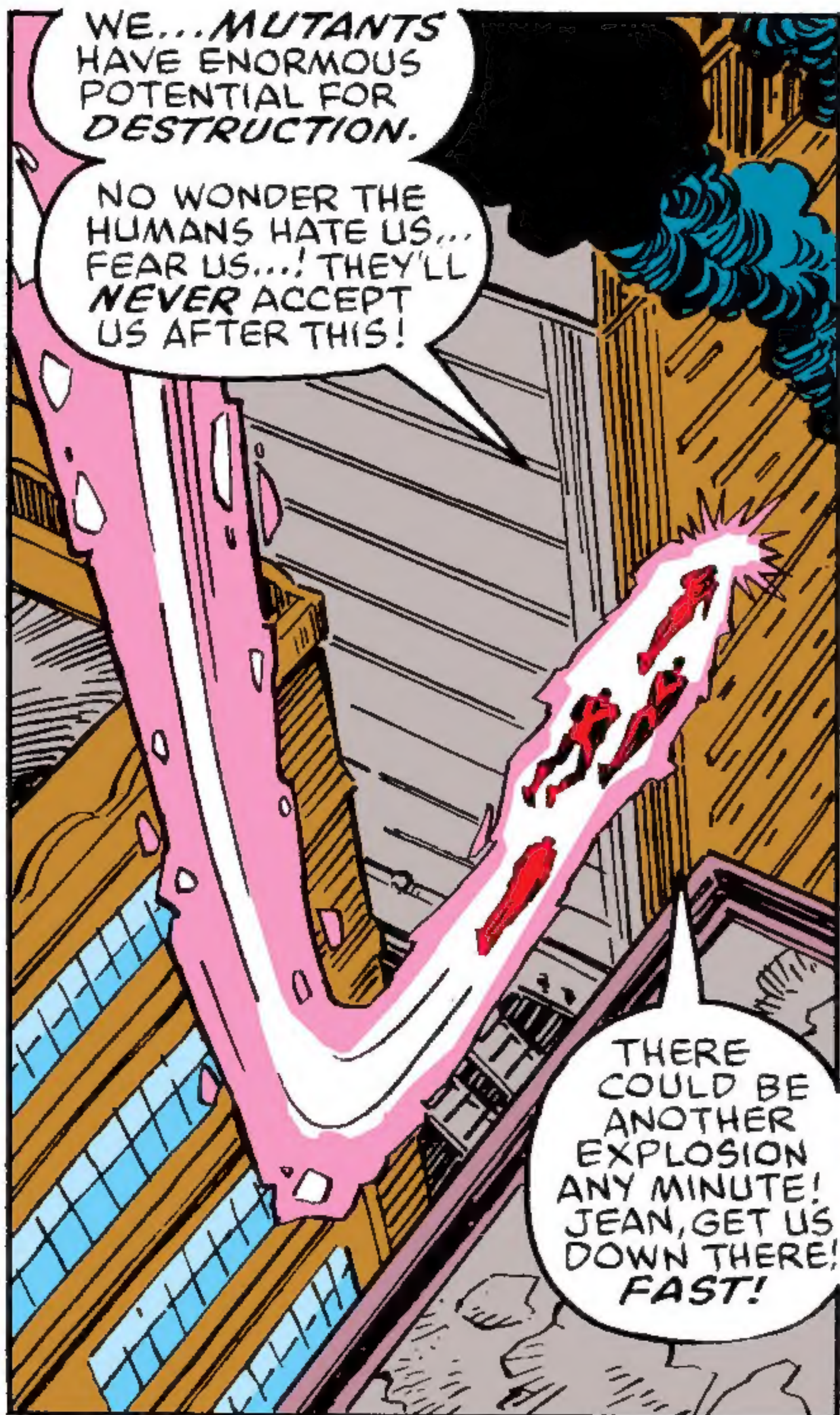


AN' THE **DUMBER!**  
APOCALYPSE **FIXED**  
ME **GOOD...** DIDN'T  
HE...?

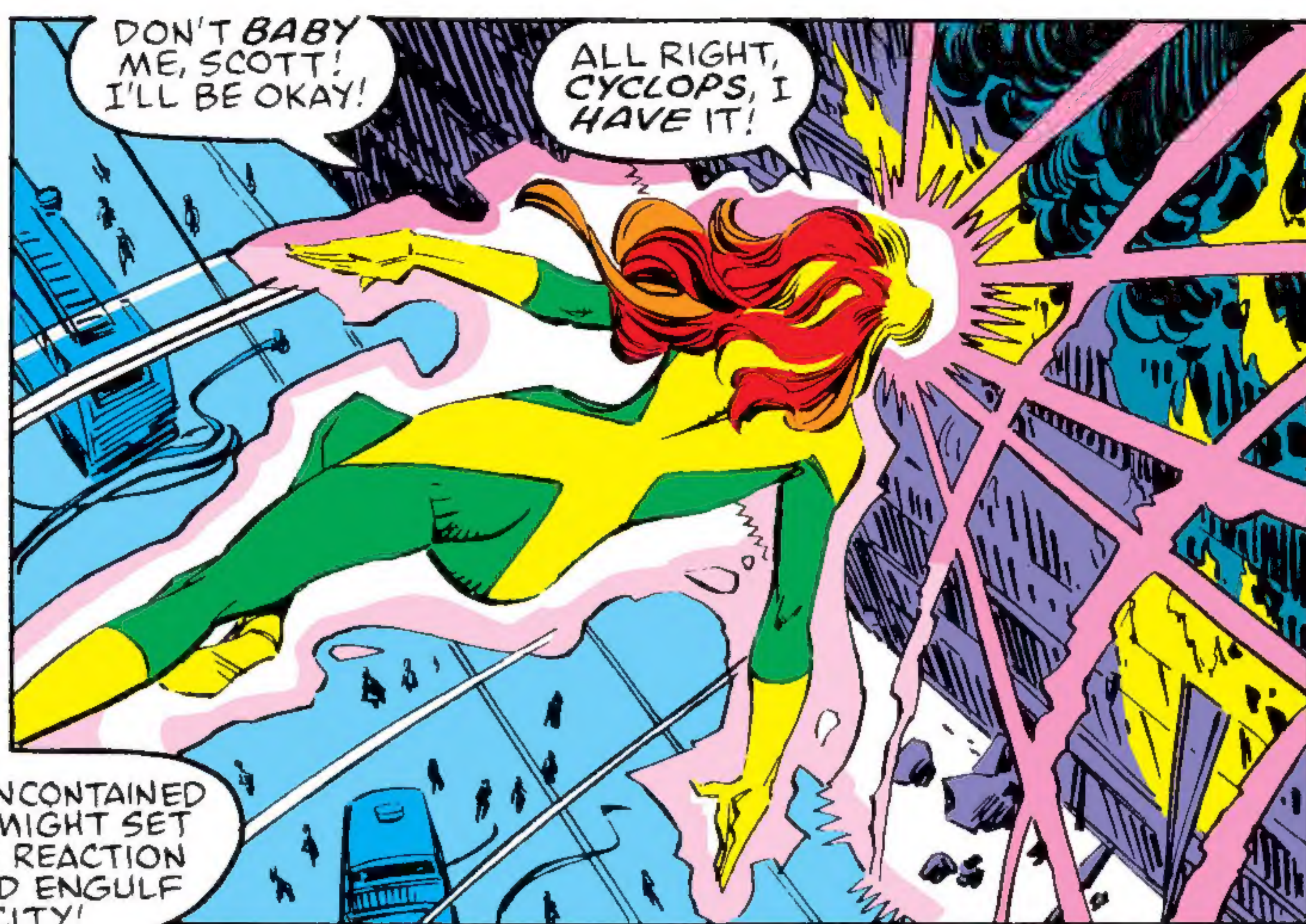
WE WERE  
**FIGHTING!**  
HE **LURED** YOU  
TO THE SHIP'S  
**GYROSCOPE!**  
TRICKED YOU  
INTO **SMASHING** IT!

HOW COULD  
YOU KNOW  
WHAT WOULD  
HAPPEN?

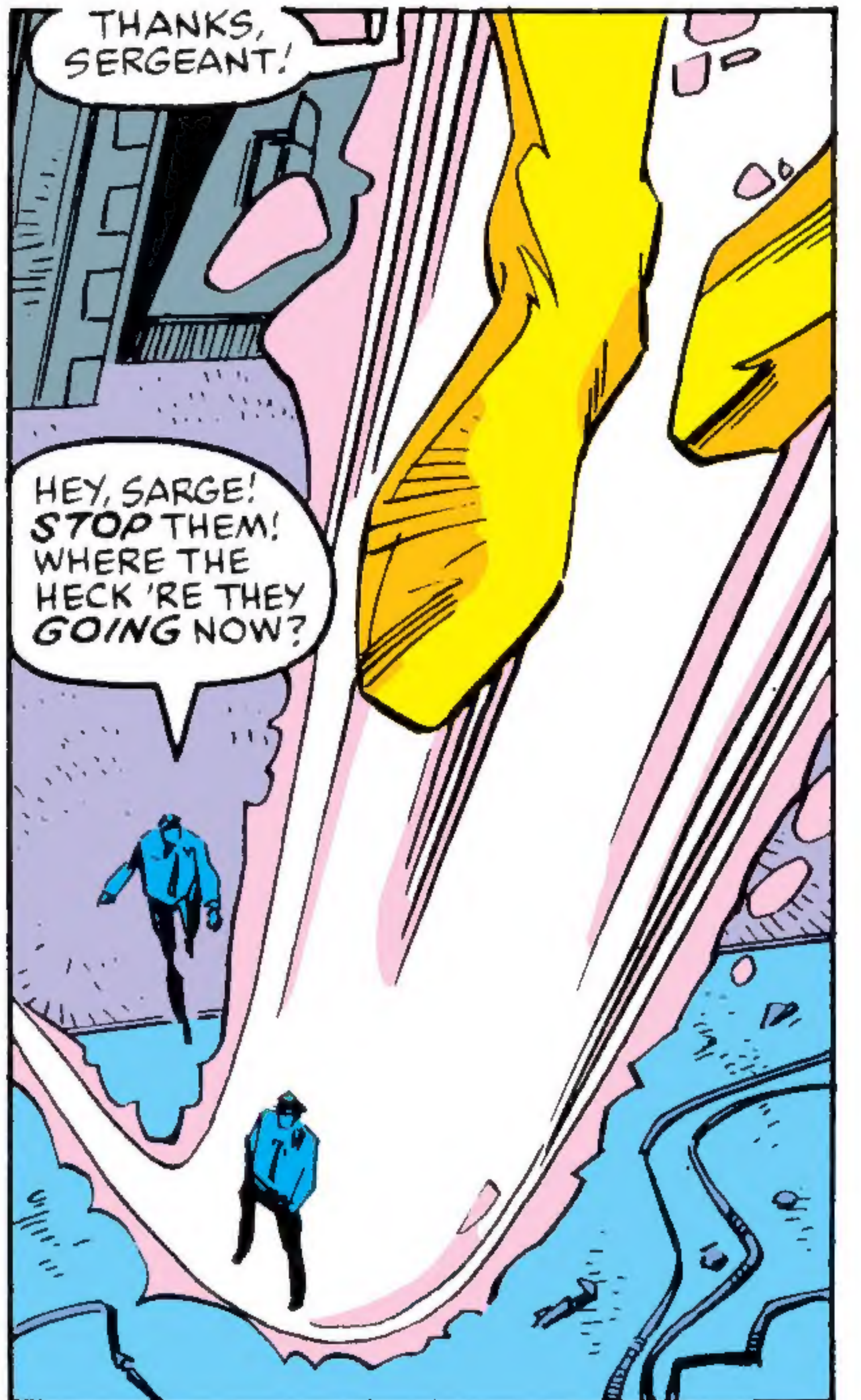
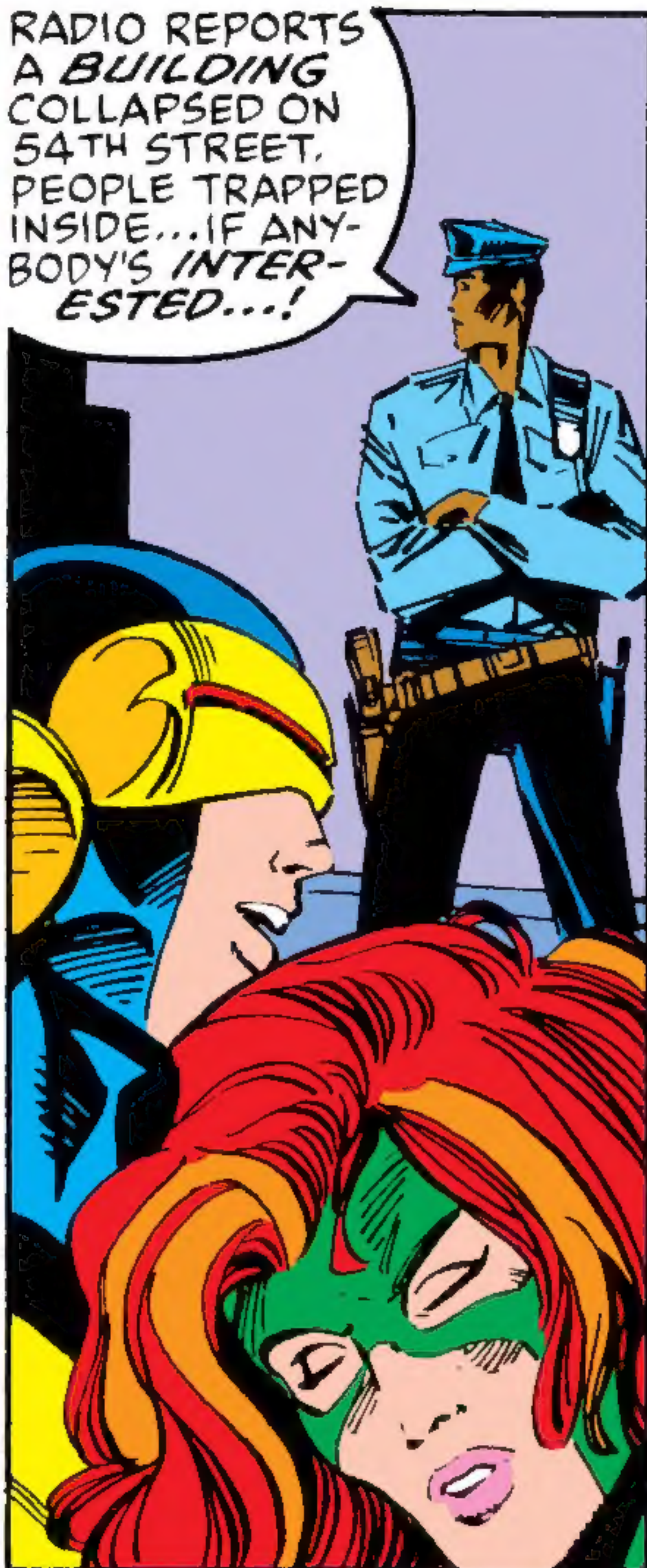
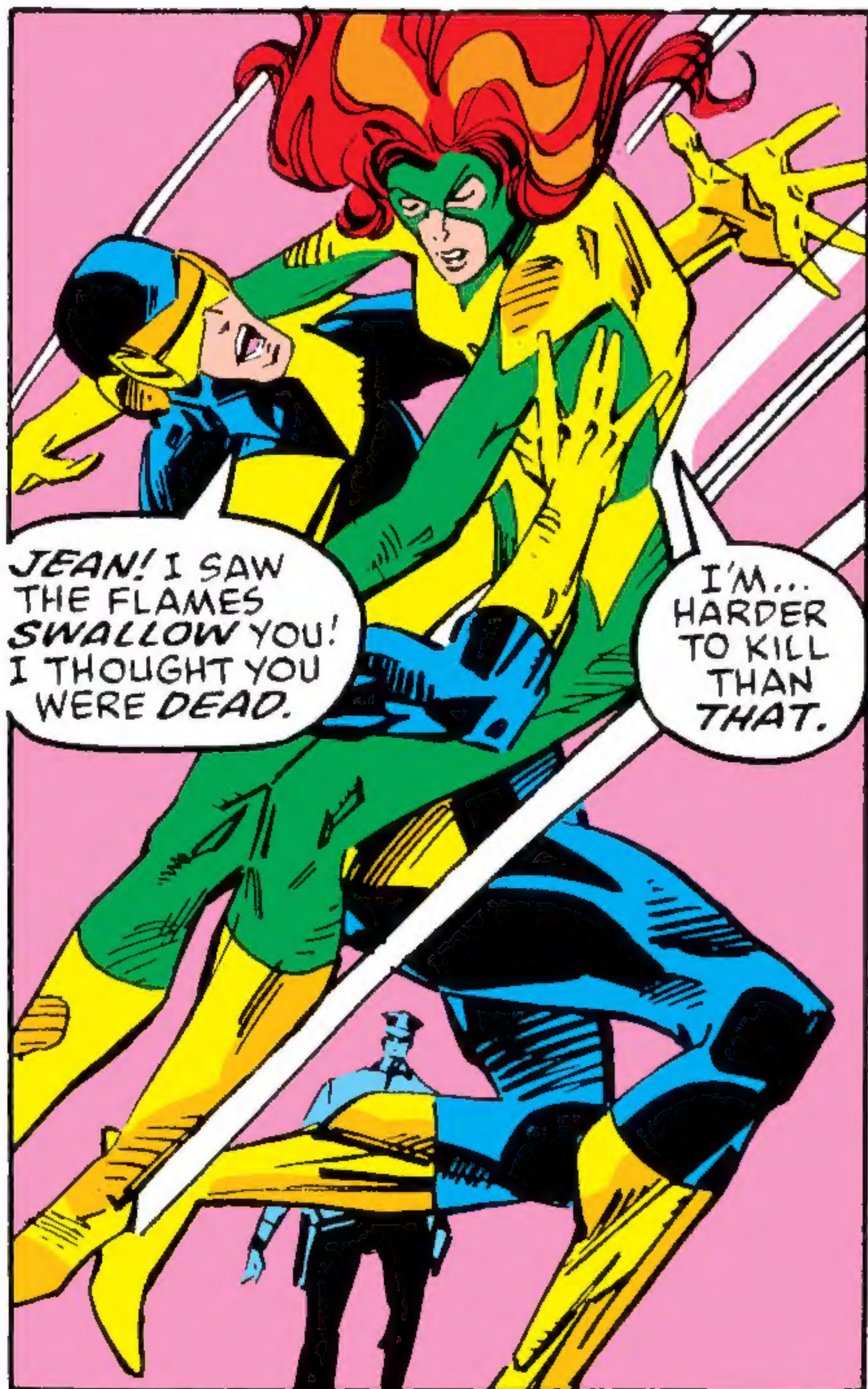
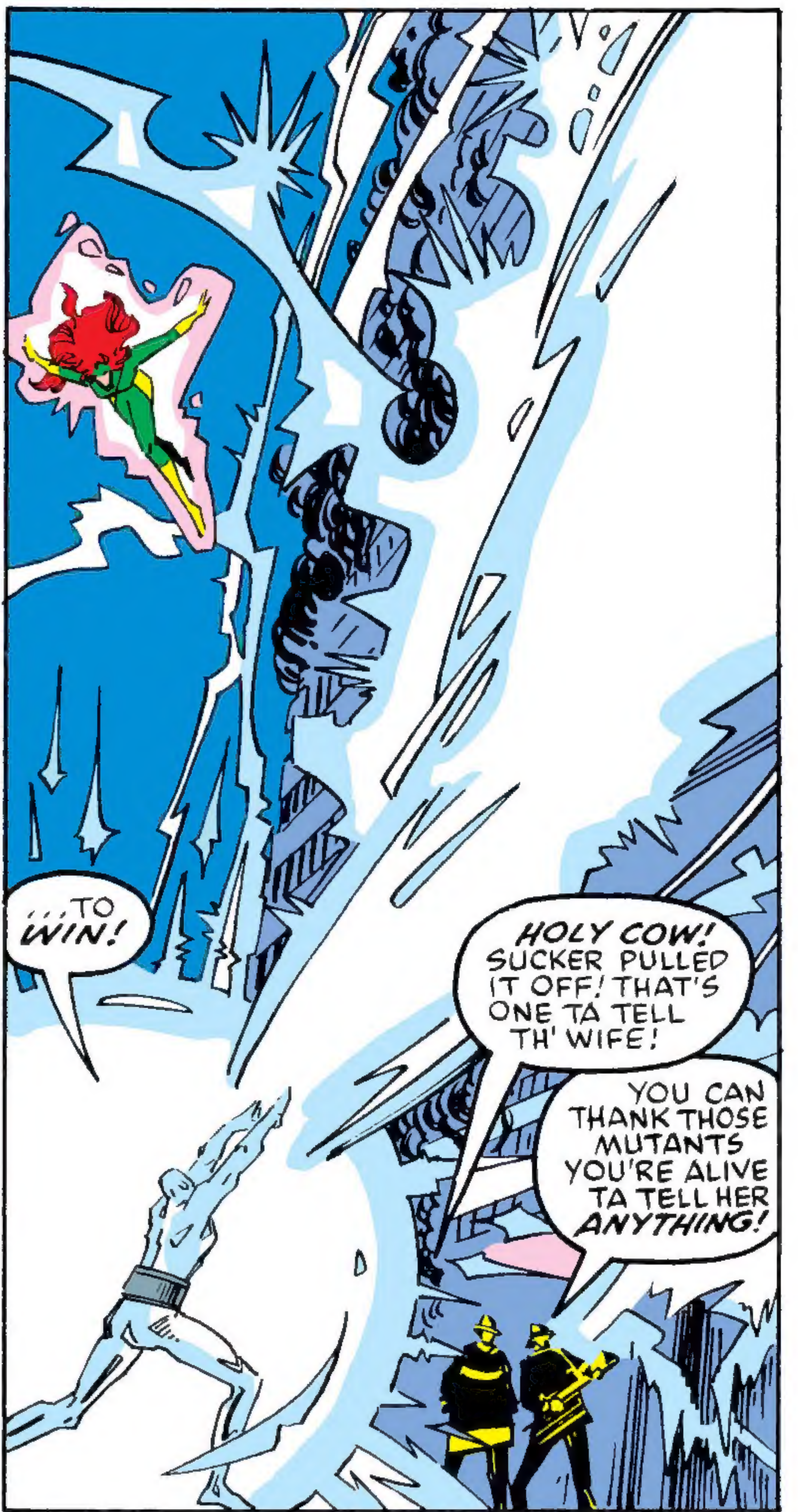
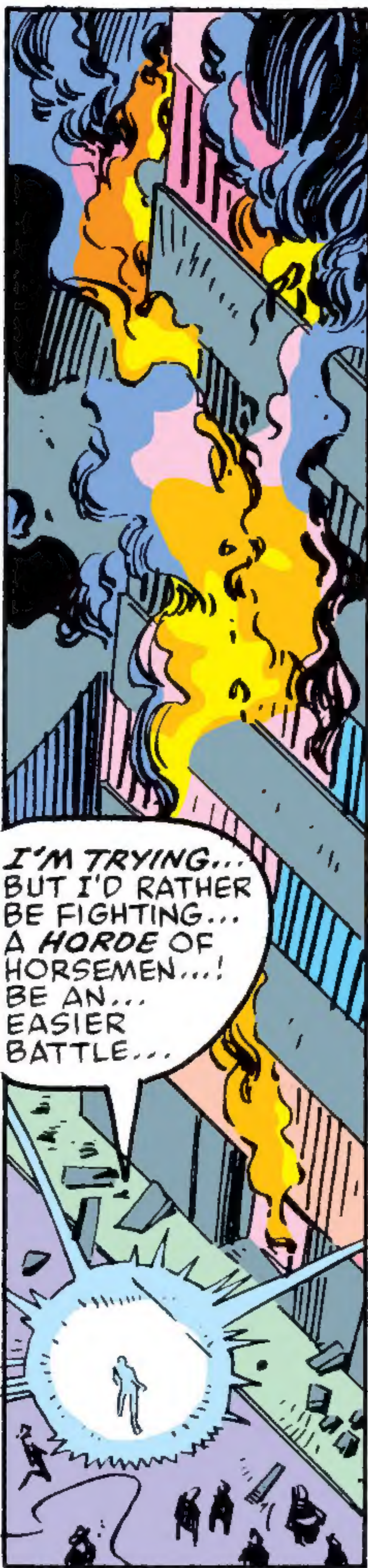
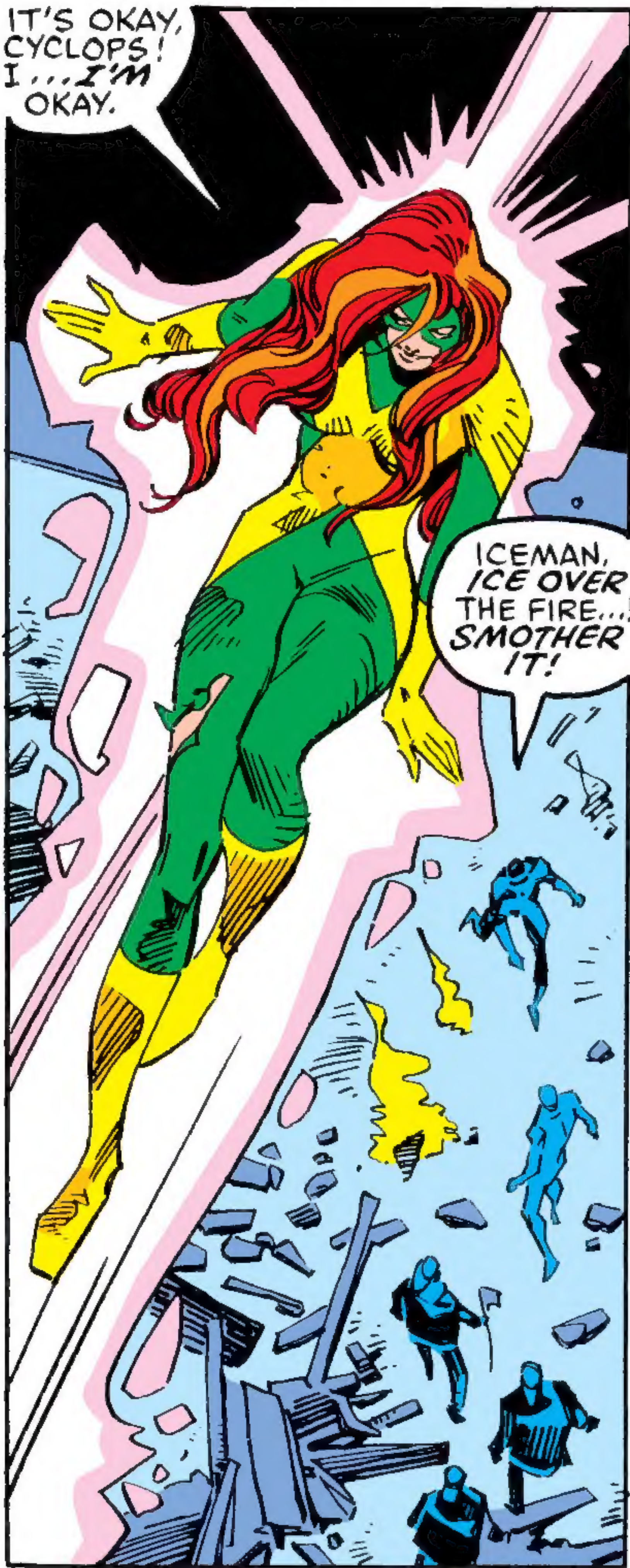














"JUST A GUESS, SIR, BUT I'D CHECK 54TH STREET..."



I'LL CLEAR THE RUBBLE FROM THE ENTRANCE!

THE RESCUE TEAM CAN SEARCH THE LOWER FLOORS, WHILE X-FACTOR HANDLES THE UPPER ONES.

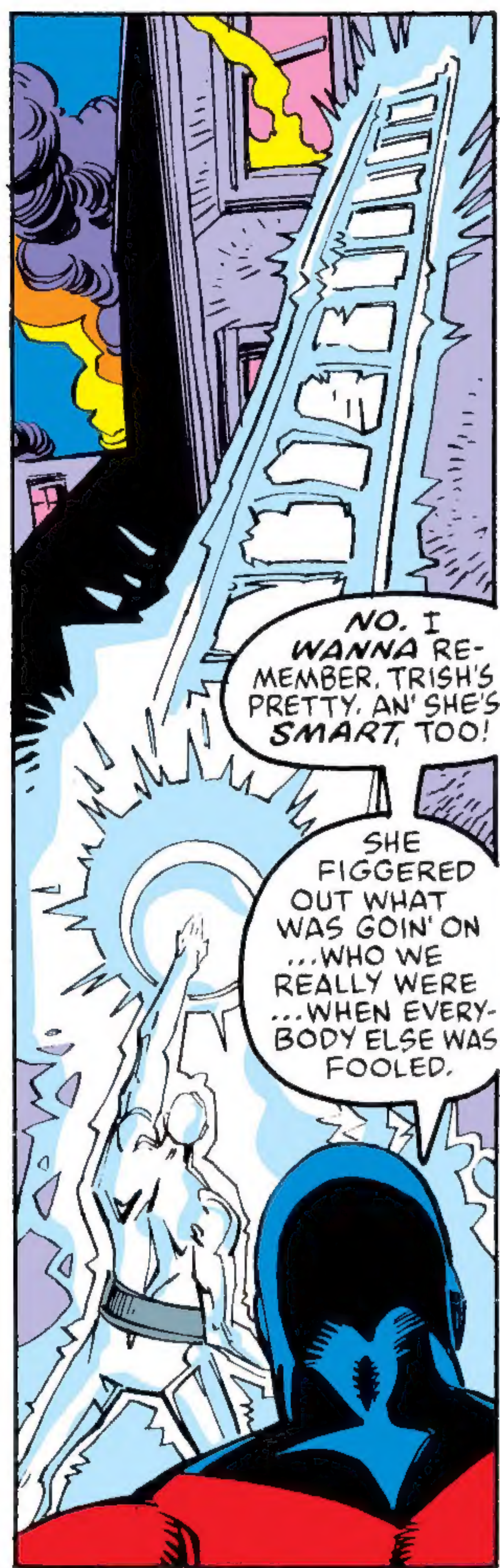


LOTTA REPORTERS HERE BUT-- WHERE'S TRISH--?

TRISH TILBY...? IN THE HOSPITAL, PROBABLY, THOSE SMILE-FACE VILLAINS FROM THE RIGHT SHOT HER, REMEMBER?

UH... YEAH, I FORGOT.

SHE'S BETTER OFF FORGOTTEN, HANK... SNOOPY REPORTER WITCH...!



AN' I SAVED HER AN' THAT'S ONE GOOD THING I DONE... AT LEAST I SAVED HER.

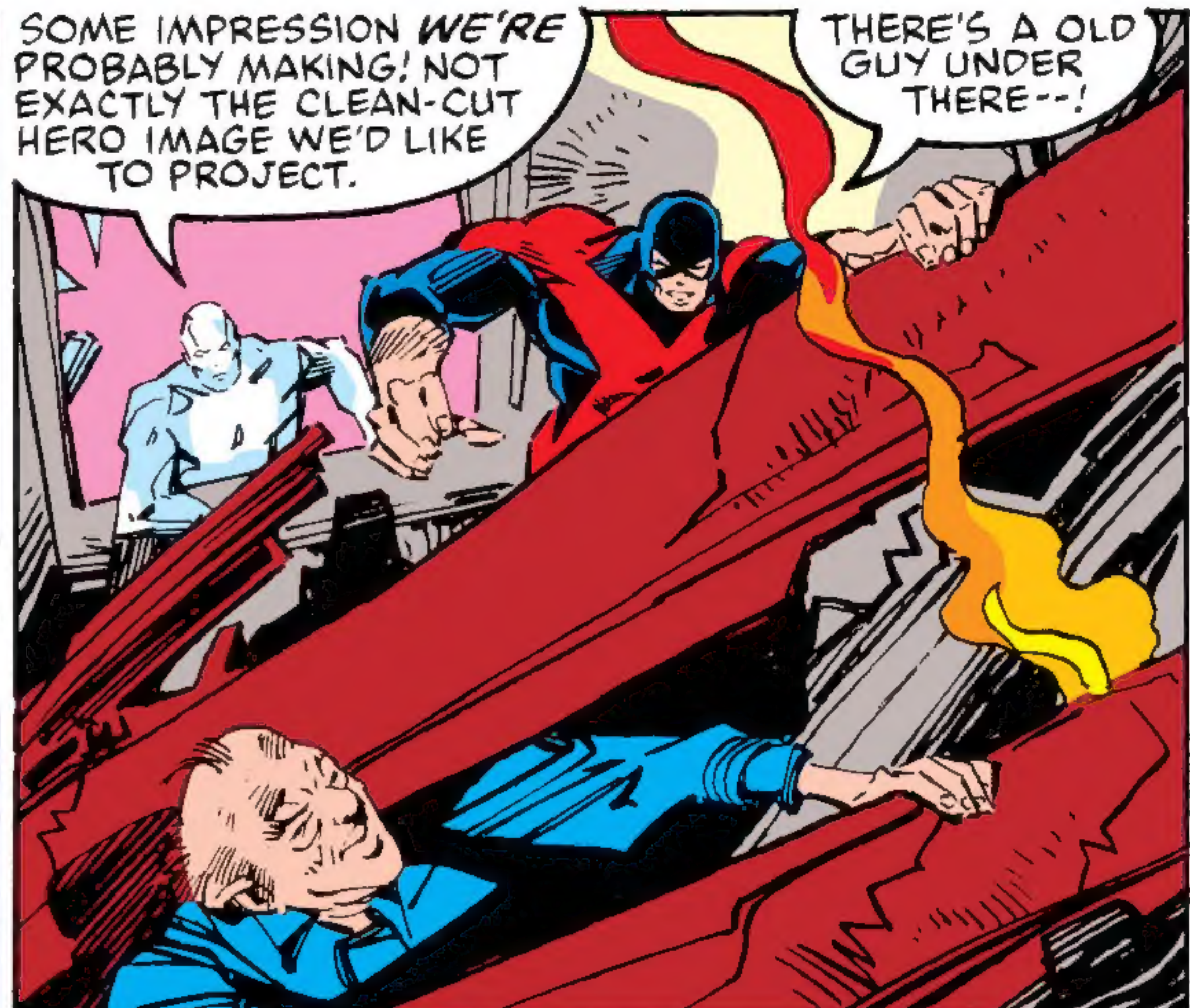
IT'S SURE A MESS IN HERE.

NO. I WANNA REMEMBER, TRISH'S PRETTY, AN' SHE'S SMART, TOO!

SHE FIGGERED OUT WHAT WAS GOIN' ON ...WHO WE REALLY WERE ...WHEN EVERYBODY ELSE WAS FOOLED.

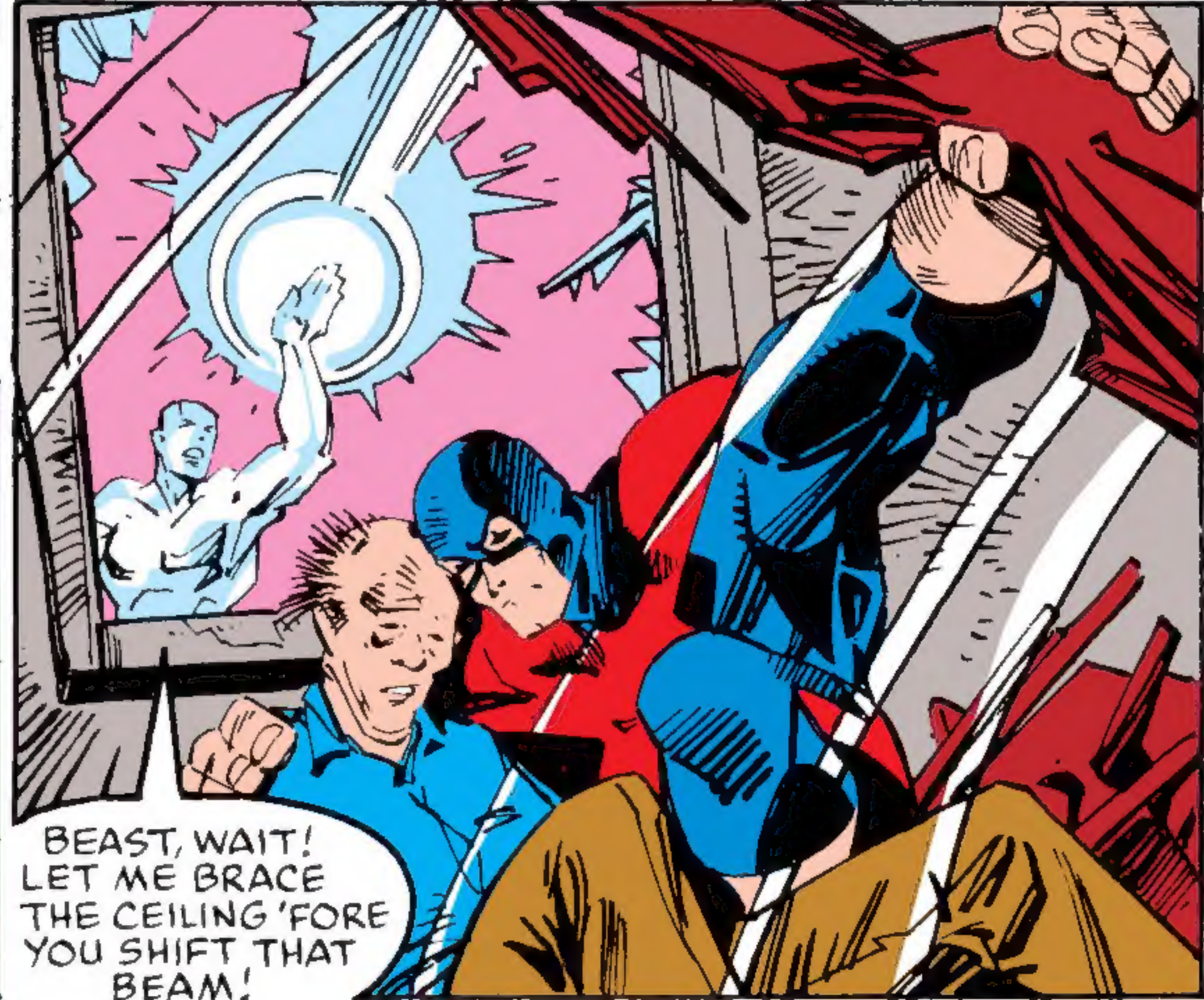


WE'RE NOT A PRETTY SIGHT, EITHER... AND WE'VE GOT MORE REPORTERS FOLLOWING US THAN DOGS HAVE FLEAS!



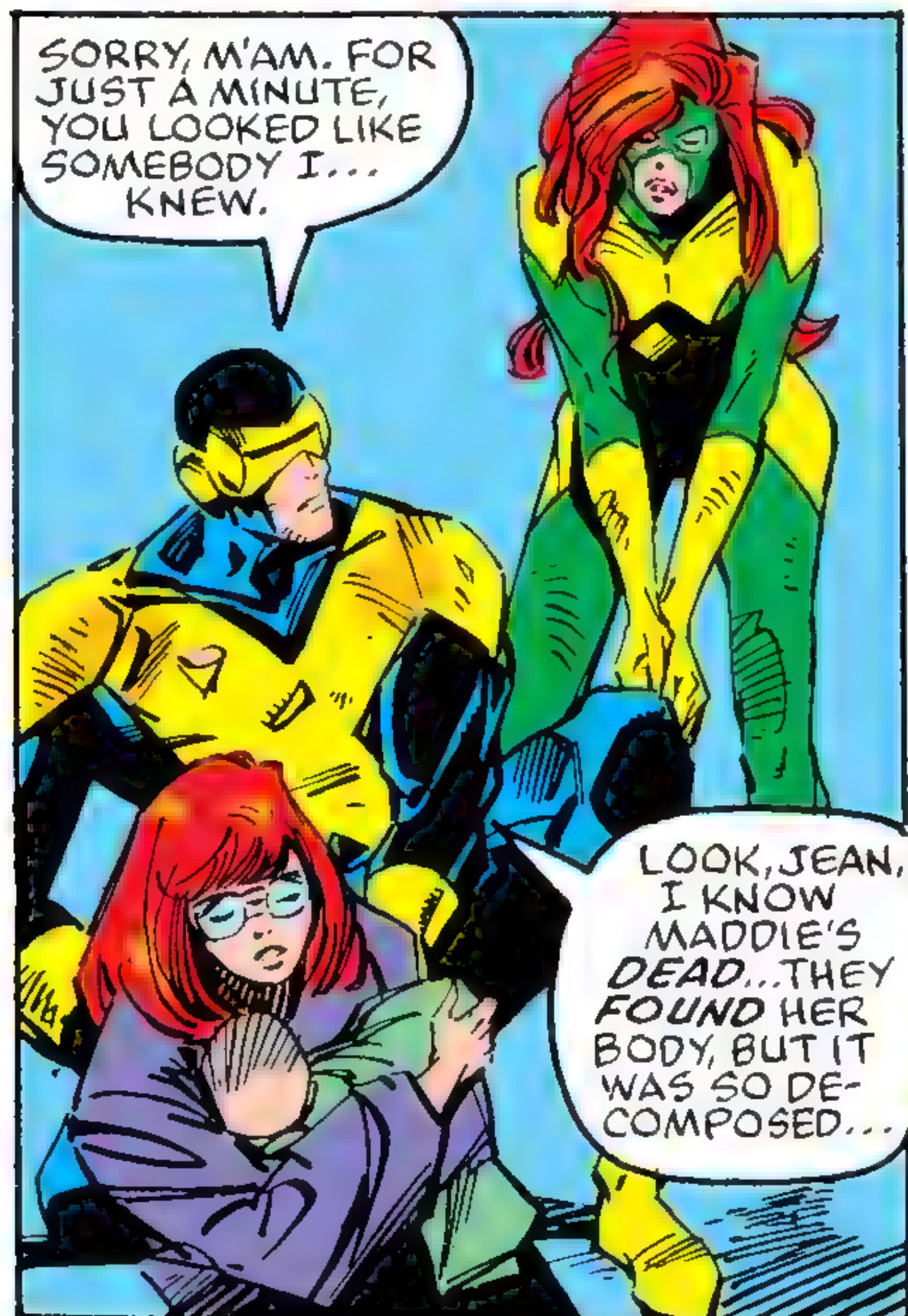
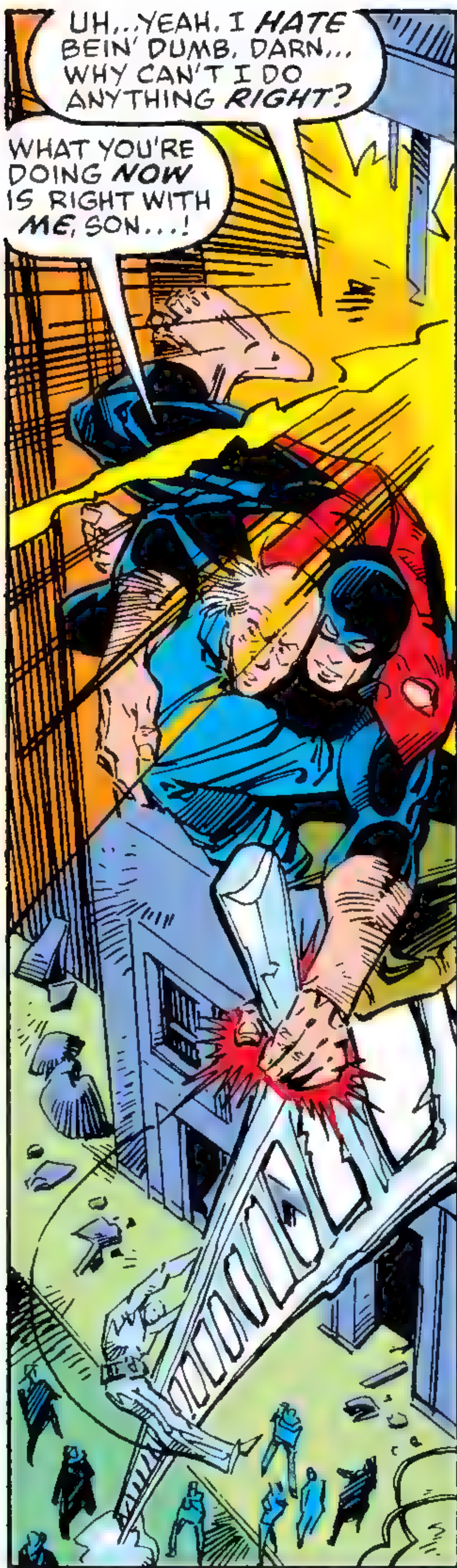
SOME IMPRESSION WE'RE PROBABLY MAKING! NOT EXACTLY THE CLEAN-CUT HERO IMAGE WE'D LIKE TO PROJECT.

THERE'S A OLD GUY UNDER THERE--!

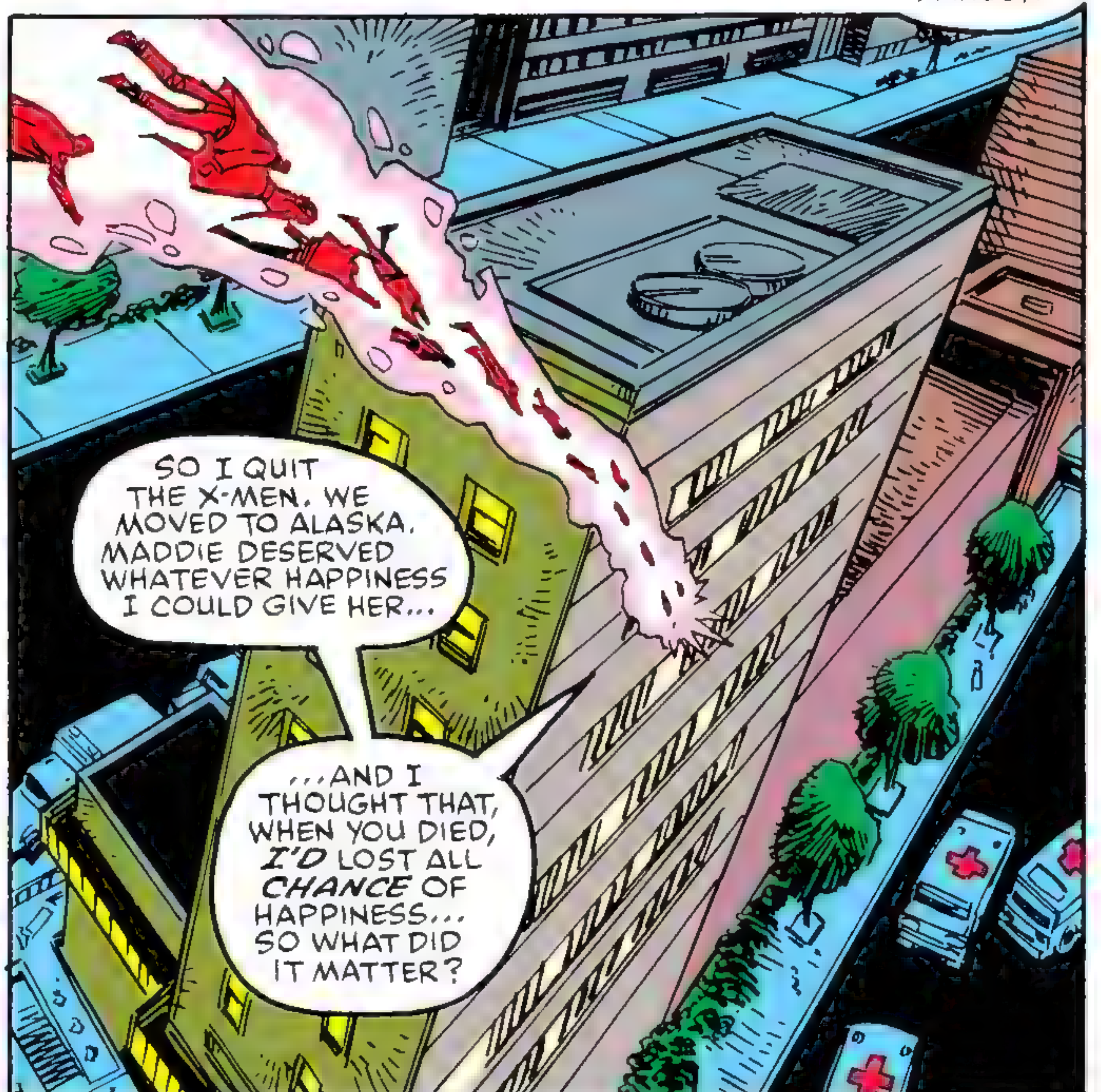
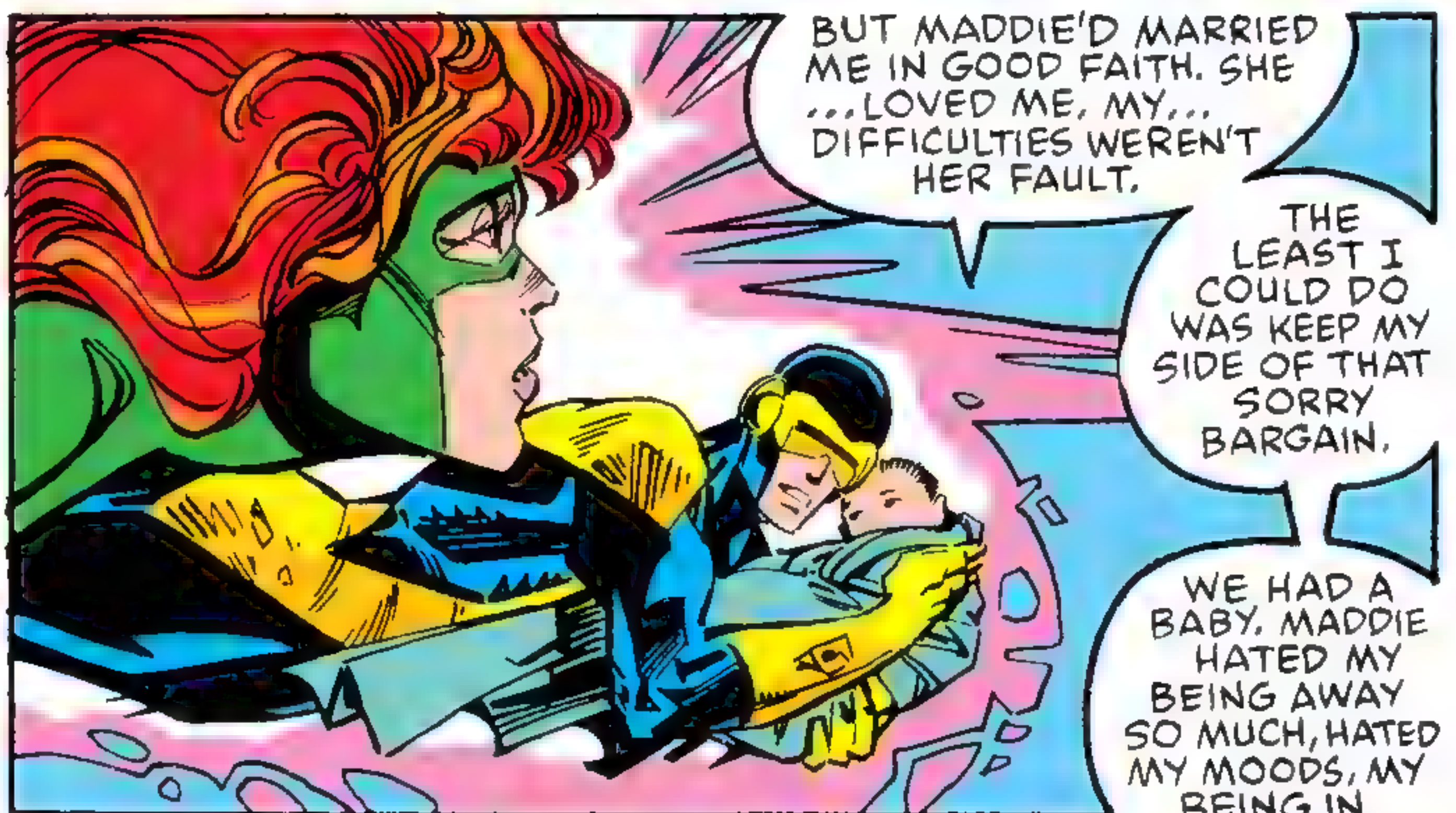
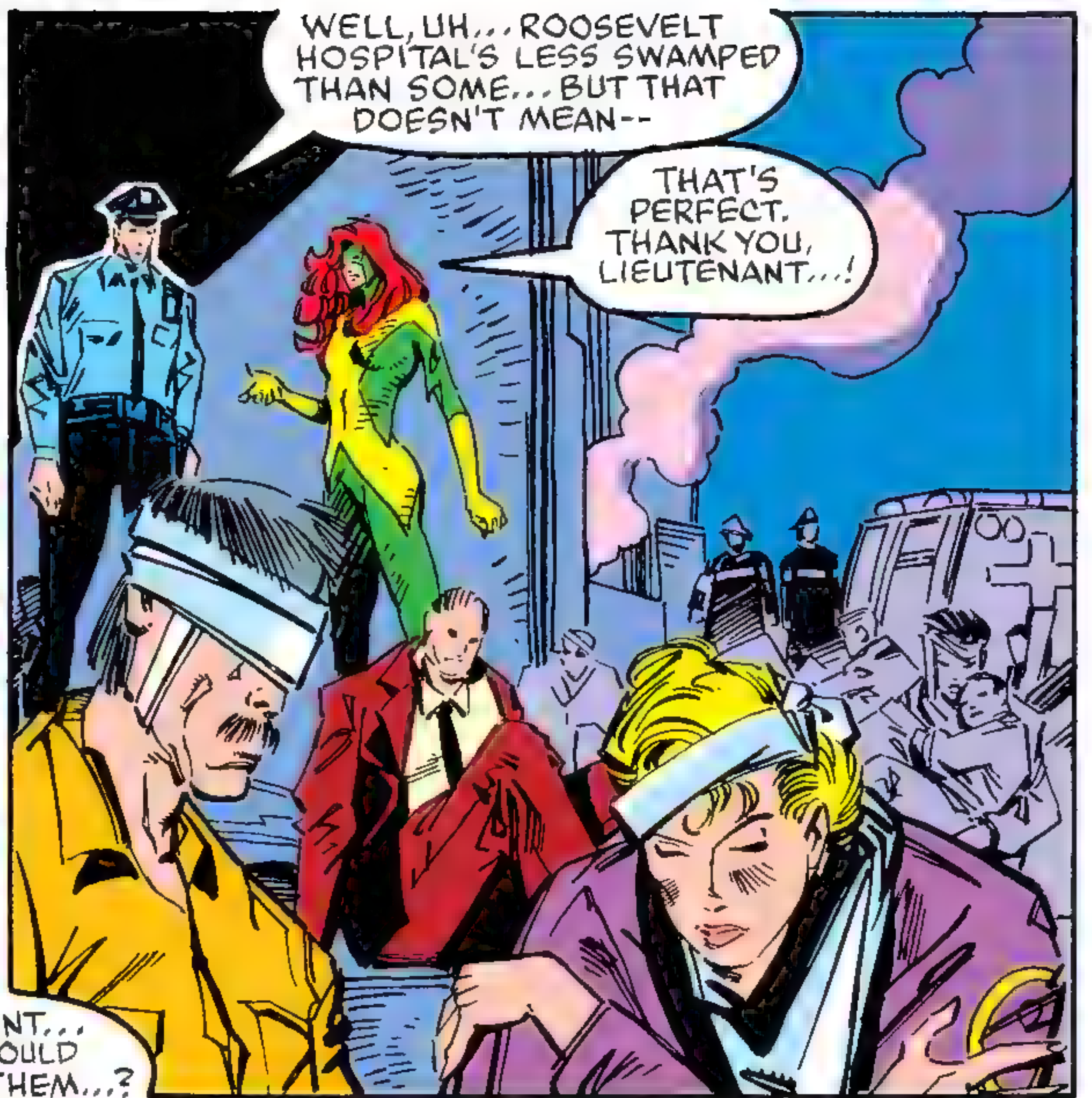


BEAST, WAIT! LET ME BRACE THE CEILING 'FORE YOU SHIFT THAT BEAM!











I DECIDED TO FORGET XAVIER'S DREAM... IF I COULD, LEAD A NORMAL... HUMAN LIFE. IT MIGHT HAVE WORKED...

...ONLY WHEN THEY FOUND YOU, STILL ALIVE... IN SUSPENDED ANIMATION WHERE THE PHOENIX HAD HIDDEN YOU.\*

\* SEE AVENGERS #263 & F.F. #286 BOB.

I CAME. I HAD TO SEE YOU WITH MY OWN EYES. AND MADDIE SAID IF I LEFT, I SHOULDN'T COME BACK.

THEN MADDIE... DISAPPEARED. I THOUGHT SHE'D LEFT ME. WHO COULD BLAME HER?

I WENT NORTH TO FIND HER AND FOUND, INSTEAD, THAT ALL RECORD OF HER EXISTENCE HAD BEEN DESTROYED.

THEN THE POLICE FOUND HER BODY... BUT YOU KNOW THAT PART.

THERE WAS NO SIGN OF OUR BABY. HE... MUST HAVE BEEN KILLED TOO.

I COULDN'T... STILL CAN'T... ACCEPT HOW I ABANDONED HER, I THOUGHT I'D GO MAD.

YOU... NEARLY DID, SCOTT. WE WERE WORRIED.

THINGS WENT FROM BAD TO WORSE HERE... FOR ANGEL, FOR ALL OF US. I COULDN'T ALLOW MYSELF... THAT LUXURY.

MOVE IT, MUTANT! OUTTA THE WAY!

WHAT IS IT WITH YOU, CAN'T FOLLOW SIMPLE DIRECTIONS?

FIRST THE SMILE-FACE MUTANTS ATTACK. AND ROOSEVELT GOT MOST A' THOSE CASUALTIES.

THE SMILE-FACES... THEY WEREN'T MUTANTS.

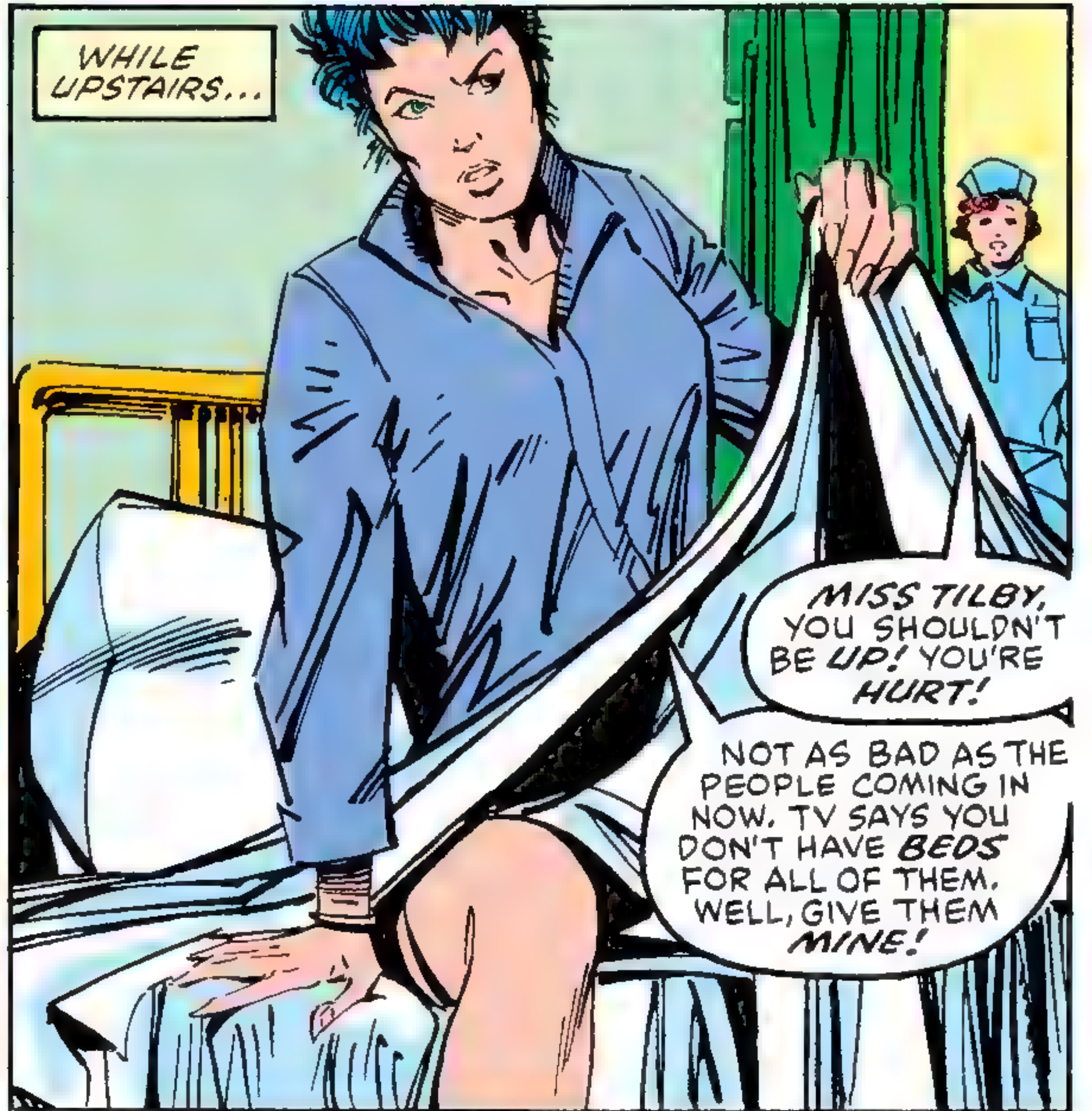




THEN THE HORSEMEN ATTACK... MORE MUTIES... DID MORE DAMAGE...

...BUT WHATEVER VILLAIN SET THAT SHIP TA SPINNIN' ROUND, KNOCKING APART THE CITY...

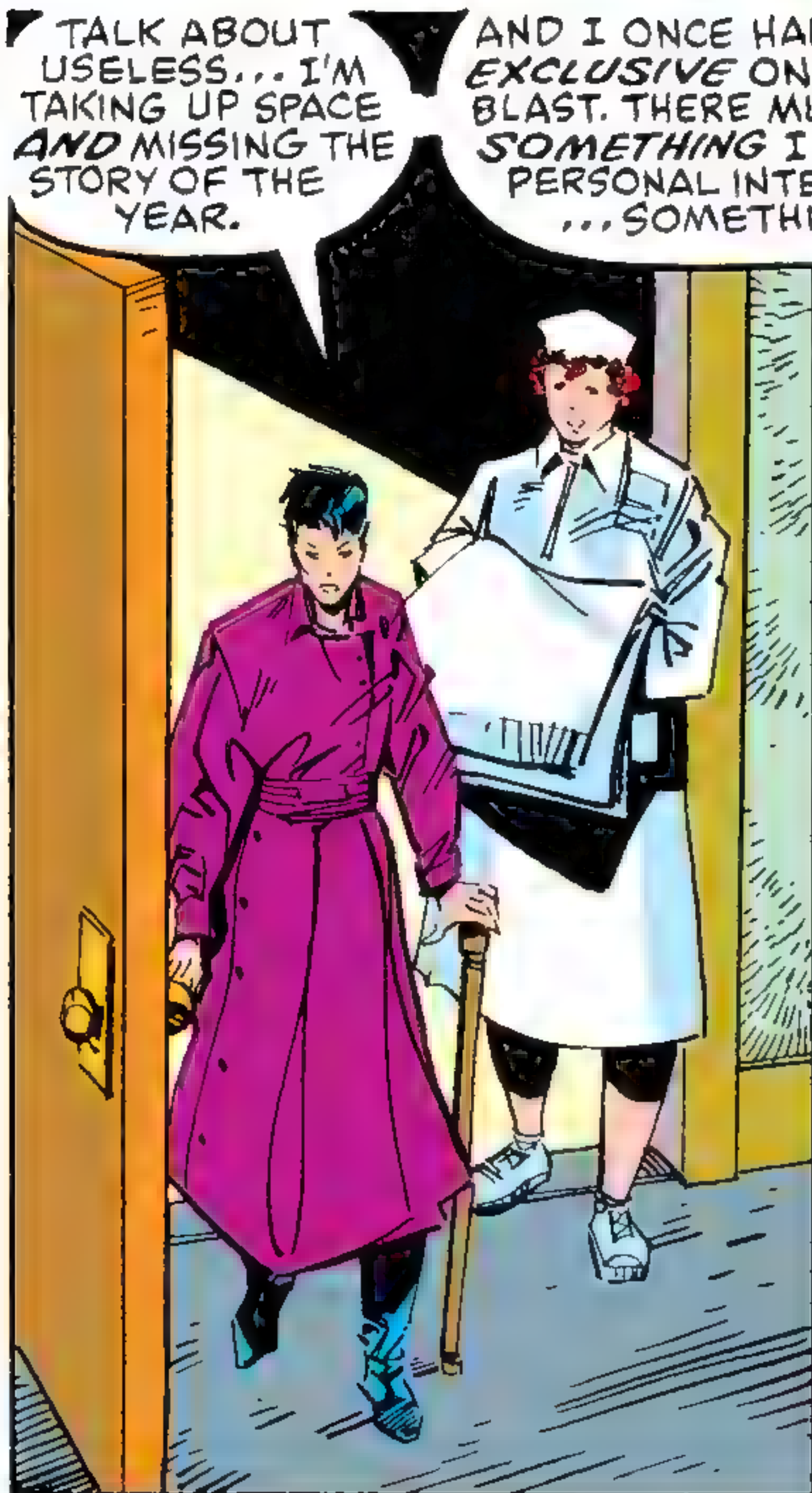
...THAT GUY OUGHTA BE STRUNG UP!



WHILE UPSTAIRS...

MISS TILBY, YOU SHOULDN'T BE UP! YOU'RE HURT!

NOT AS BAD AS THE PEOPLE COMING IN NOW. TV SAYS YOU DON'T HAVE BEDS FOR ALL OF THEM. WELL, GIVE THEM MINE!

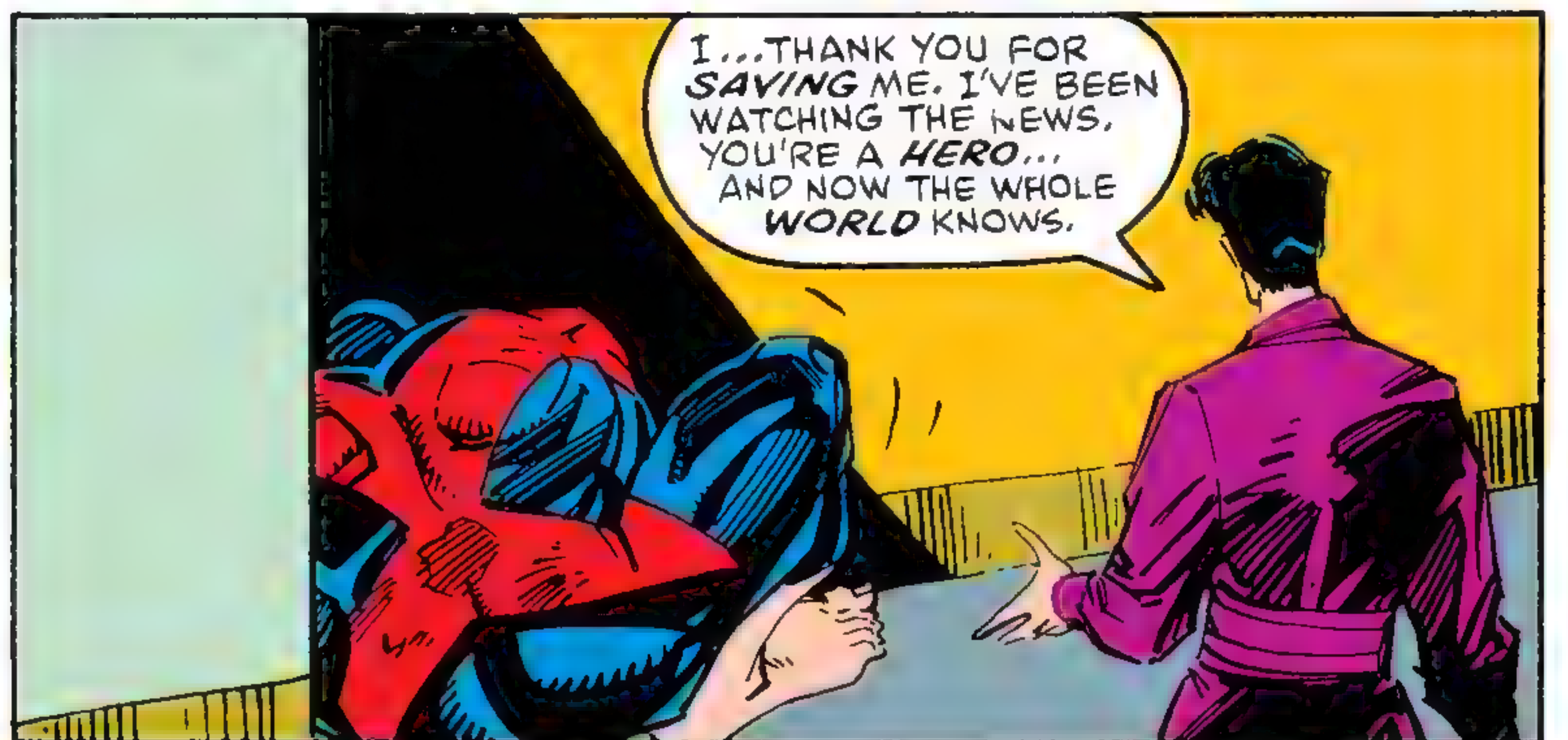


TALK ABOUT USELESS... I'M TAKING UP SPACE AND MISSING THE STORY OF THE YEAR.

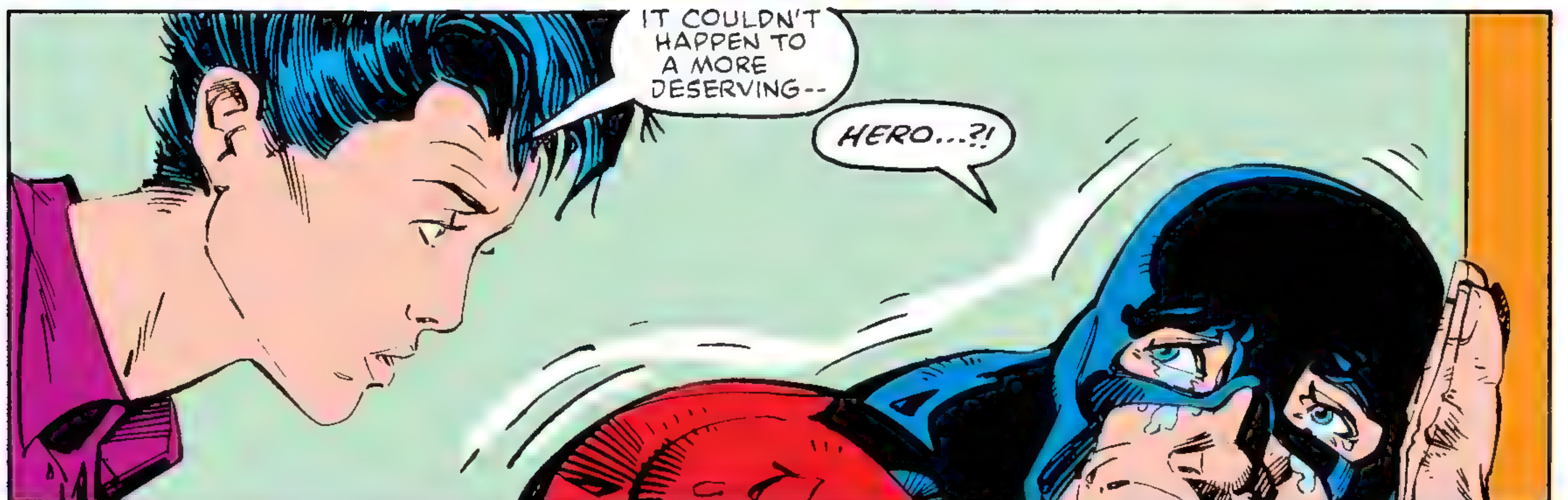


AND I ONCE HAD AN EXCLUSIVE ON THIS! BLAST. THERE MUST BE SOMETHING I CAN DO? PERSONAL INTERVIEWS... SOMETHING--!

DR. MCCOY?



I... THANK YOU FOR SAYING ME. I'VE BEEN WATCHING THE NEWS, YOU'RE A HERO... AND NOW THE WHOLE WORLD KNOWS.



IT COULDN'T HAPPEN TO A MORE DESERVING--

HERO...?!

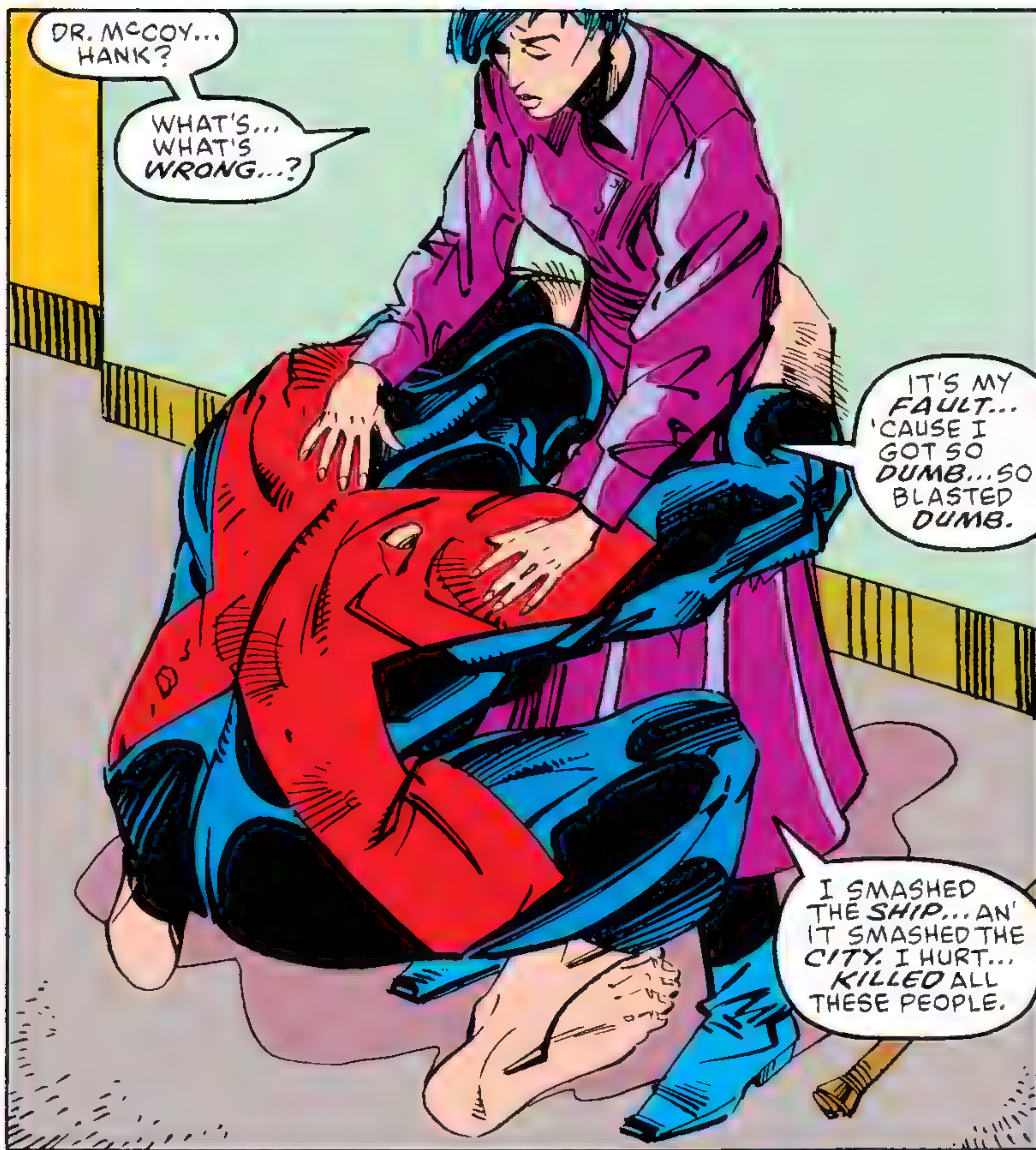




BUT...OF COURSE, YOU'RE A HERO, AREN'T YOU...?

LOOK... LAST TIME WE TALKED, YOU WERE GOING TO GIVE ME AN EXCLUSIVE, RIGHT?

SO NOW YOU'RE THE BIGGEST NEWS IN TOWN. SHOWS WHAT GREAT TASTE I'VE...

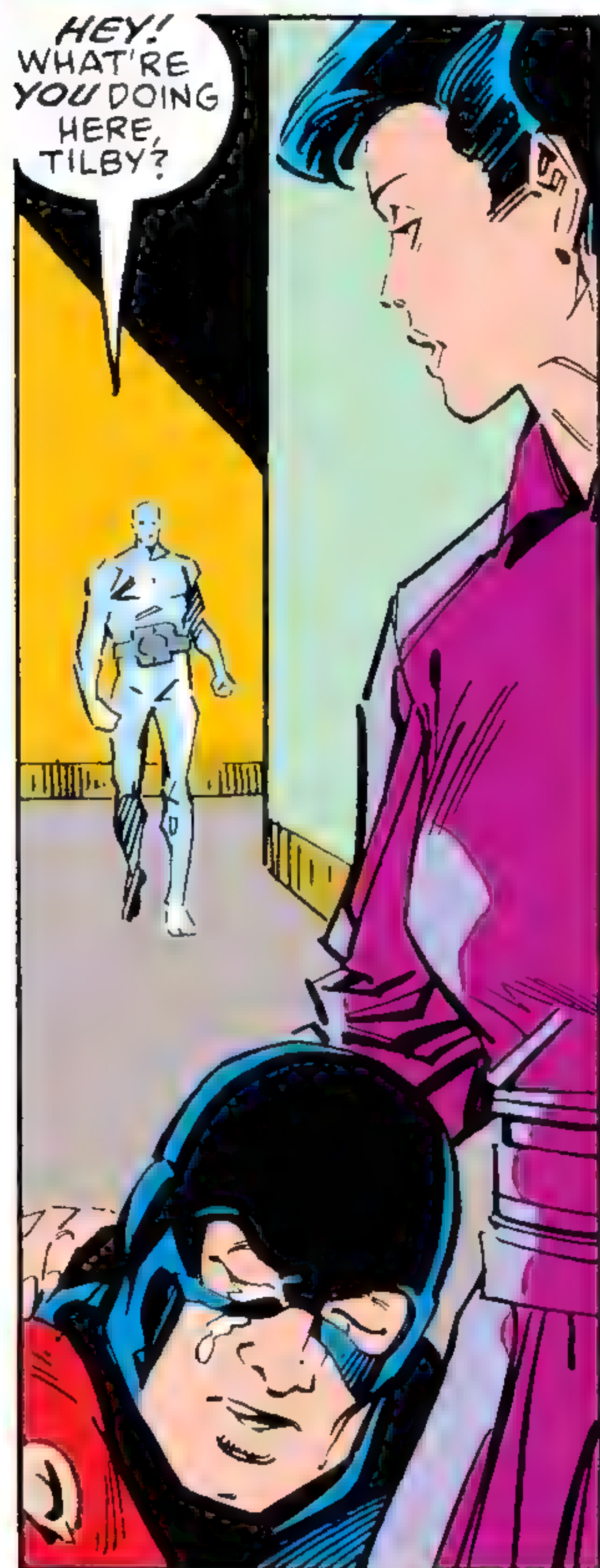


DR. MCCOY... HANK?

WHAT'S... WHAT'S WRONG...?

IT'S MY FAULT... 'CAUSE I GOT SO DUMB... SO BLASTED DUMB.

I SMASHED THE SHIP... AN' IT SMASHED THE CITY. I HURT... KILLED ALL THESE PEOPLE.



HEY! WHAT'RE YOU DOING HERE, TILBY?



THREE DAYS AGO, DR. MCCOY WAS A BRILLIANT SCIENTIST. NOW...HE'S LIKE A CHILD. WHAT HAPPENED TO HIM...?

ONE OF APOCALYPSE'S CREATURES INFECTED HIM. THE MORE HE USES HIS STRENGTH THE STRONGER... AND THE DUMBER...HE GETS.

HE'S...HAD TO USE HIS STRENGTH A LOT RECENTLY.

HE TOLD ME! DID HE REALLY... CAUSE ALL THAT DESTRUCTION?

NO! AT LEAST, NOT ON PURPOSE.

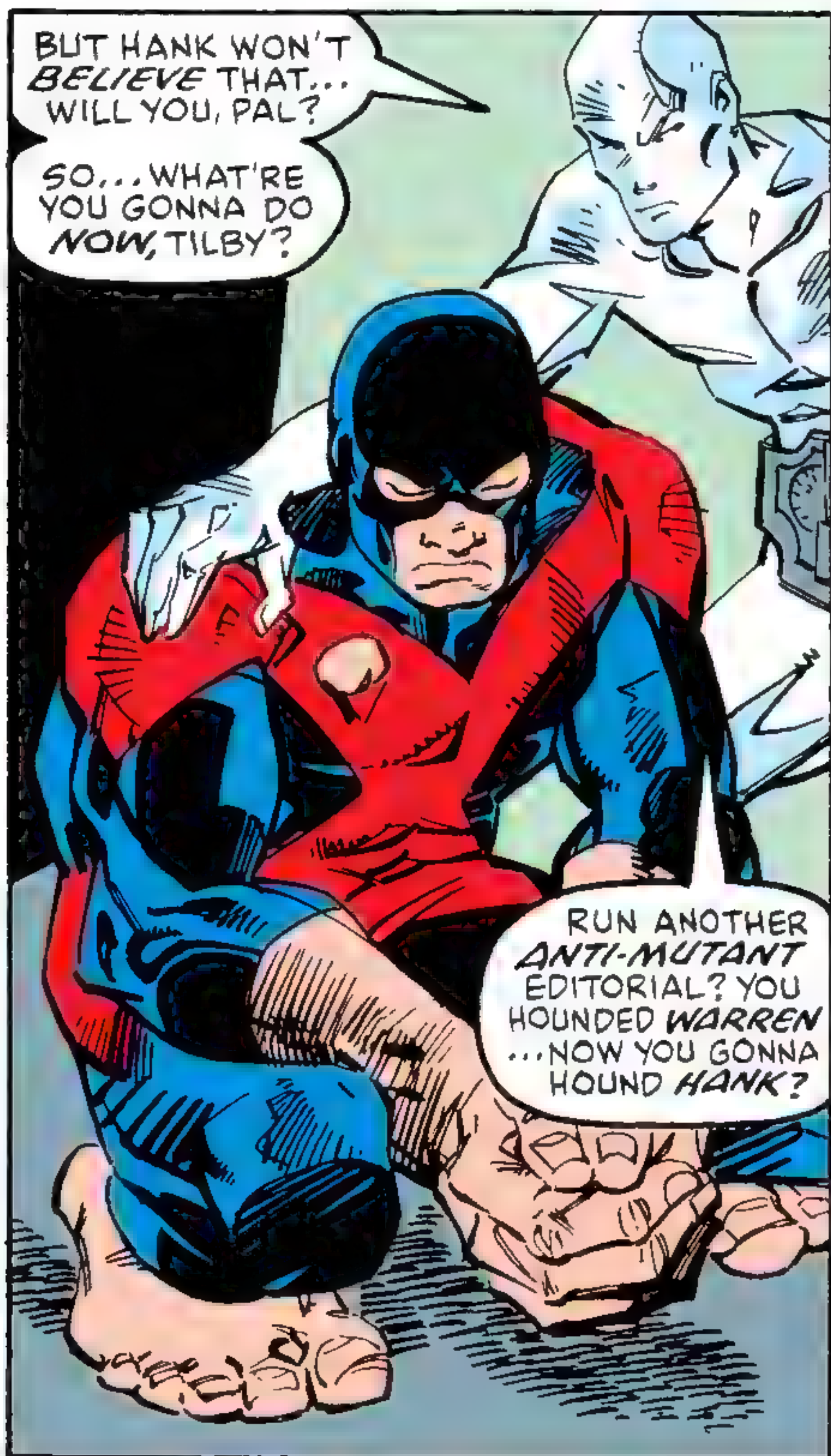


HANK WAS GOING AFTER APOCALYPSE... AND APOCALYPSE TRICKED HIM INTO SMASHING THE GYROSCOPE.

IF HE HADN'T USED HANK, APOCALYPSE WOULD HAVE SET HIS SHIP SPINNING SOME OTHER WAY.

IT WAS JUST MORE... FUN TO MAKE HANK DO IT.





BUT HANK WON'T BELIEVE THAT... WILL YOU, PAL?

SO...WHAT'RE YOU GONNA DO NOW, TILBY?

RUN ANOTHER ANTI-MUTANT EDITORIAL? YOU HOUNDED WARREN...NOW YOU GONNA HOUND HANK?

I'M NOT HOUNDING ANYONE. AND I WAS NEVER ANTI-MUTANT...ONLY ANTI-X-FACTOR.

CANDY--? WHAT DOES SHE HAVE TO DO WITH IT?

I LOATHED THEIR...YOUR MUTANT-HUNTER AD CAMPAIGN FROM THE START.

AND...I HAD A TIP FROM A WOMAN...CANDY SOUTHERN...THAT WORTHINGTON WAS INVOLVED WITH ANTI-MUTANT TERRORISTS.

I WANTED THE TRUTH.

LOOK, I SEE WHAT YOU'RE SAYING. THOSE ANTI-MUTANT FORCES ARE JUST PLAIN ANTI-LIFE...FOR EVERYBODY.

THEY...USED US. DESTROYED WARREN. THEY BLEW AWAY ORDINARY PEOPLE. THEY'RE THE ONES THAT BLEW YOU AWAY!

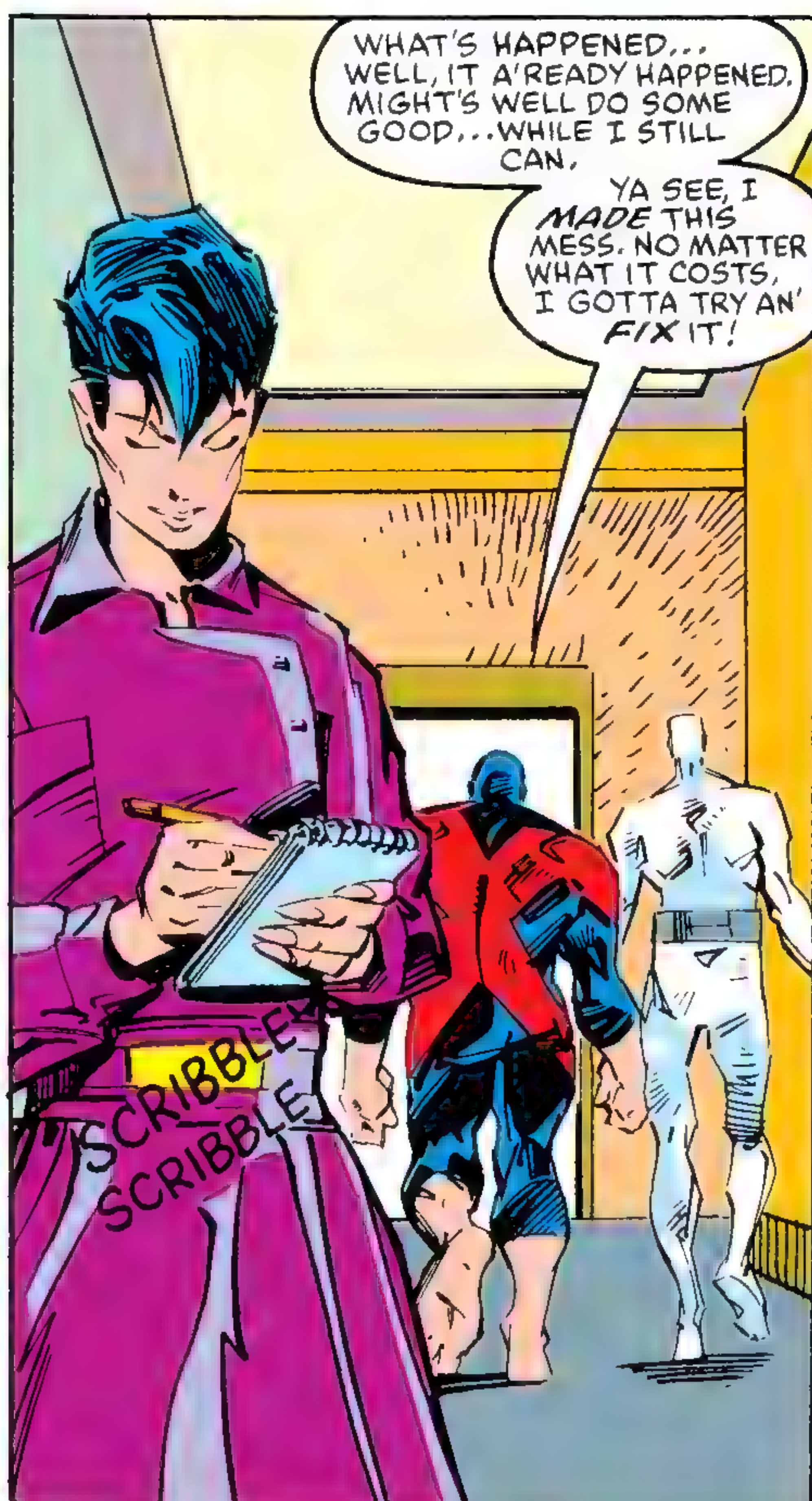
YOU WANT THE STORY...WHEN WE GET FINISHED WITH THIS SAVE-THE-CITY STUFF, WE'LL GIVE YOU THE STORY.



LOOK, PAL! THERE'S SOME TROUBLE ON 23RD STREET WE GOTTA LOOK INTO.

I'M GONNA LEAVE YOU HERE...WITH TRISH THIS TIME, OKAY? WE DON'T WANT YOU TO...

TA LOSE MY MIND?



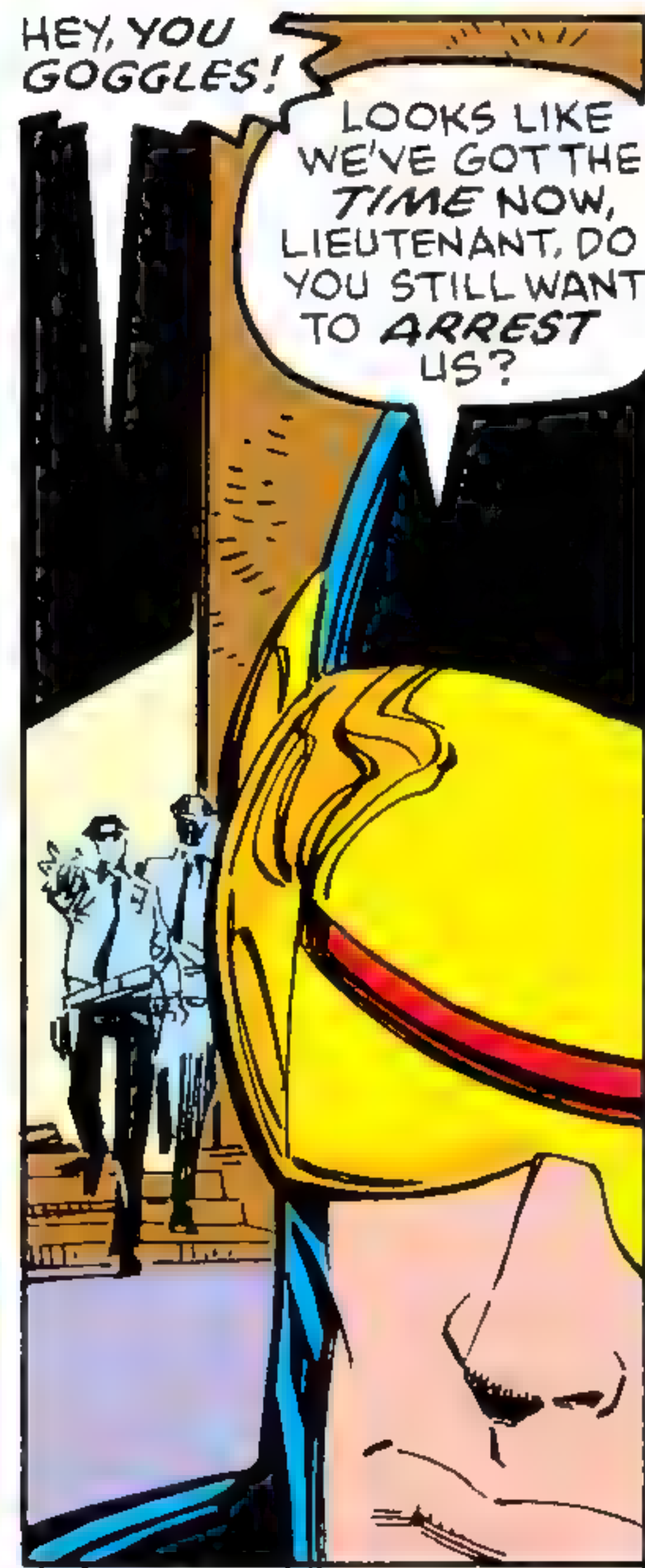
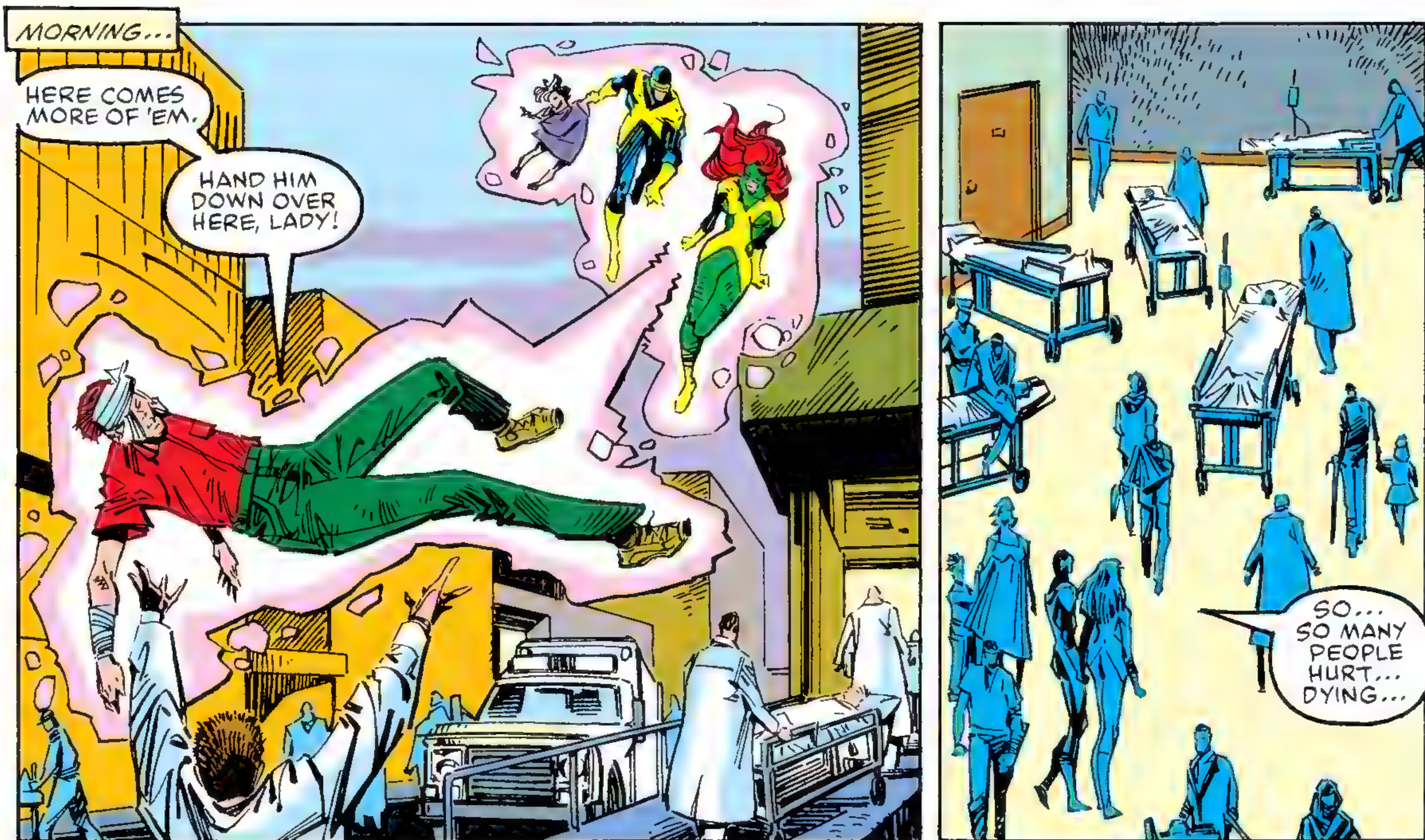
WHAT'S HAPPENED... WELL, IT A'READY HAPPENED. MIGHT'S WELL DO SOME GOOD...WHILE I STILL CAN.

YA SEE, I MADE THIS MESS. NO MATTER WHAT IT COSTS, I GOTTA TRY AN' FIX IT!



BOBBY, PAL, I LOST MY MIND A'READY... AN' I DON'T SEE NO WAY TA GET IT BACK.







BUT YOU'RE ALSO **CELEBRITIES**. I'VE SEEN REPORTERS WHEN THEY'RE HOT ON A STORY. IT'S NOT A PRETTY SIGHT, **THEY'LL HOUND YOU**, WON'T GIVE YOU A MOMENT'S REST. YOU CAN'T GO HOME... THE SHIP DESTROYED YOUR **X-FACTOR COMPLEX**.



I SUPPOSE WE **COULD** TAKE YOU INTO PROTECTIVE CUSTODY...

HOW'D YOU GUYS FEEL ABOUT SLEEPING **THERE**?

UNLESS... LIEUTENANT, YOU KNOW THAT **SHIP** THEY DOWNED IN THE RIVER... THE SHIP NONE OF **US** CAN ENTER?

YOU JUST CAN'T **GET** A RIVER VIEW APARTMENT THAT BIG IN MANHATTAN ANY MORE!



THANK YOU, SERGEANT! THAT WOULD BE--

UH...EXCUSE ME, MA'M, BUT SEEING THAT YOU'RE SO EXHAUSTED...

...I WONDER IF WE MIGHT OFFER YOU A **RIDE**...?



THEY'RE HEADING OUT!

WHERE TO NOW?

FOLLOW THEM!

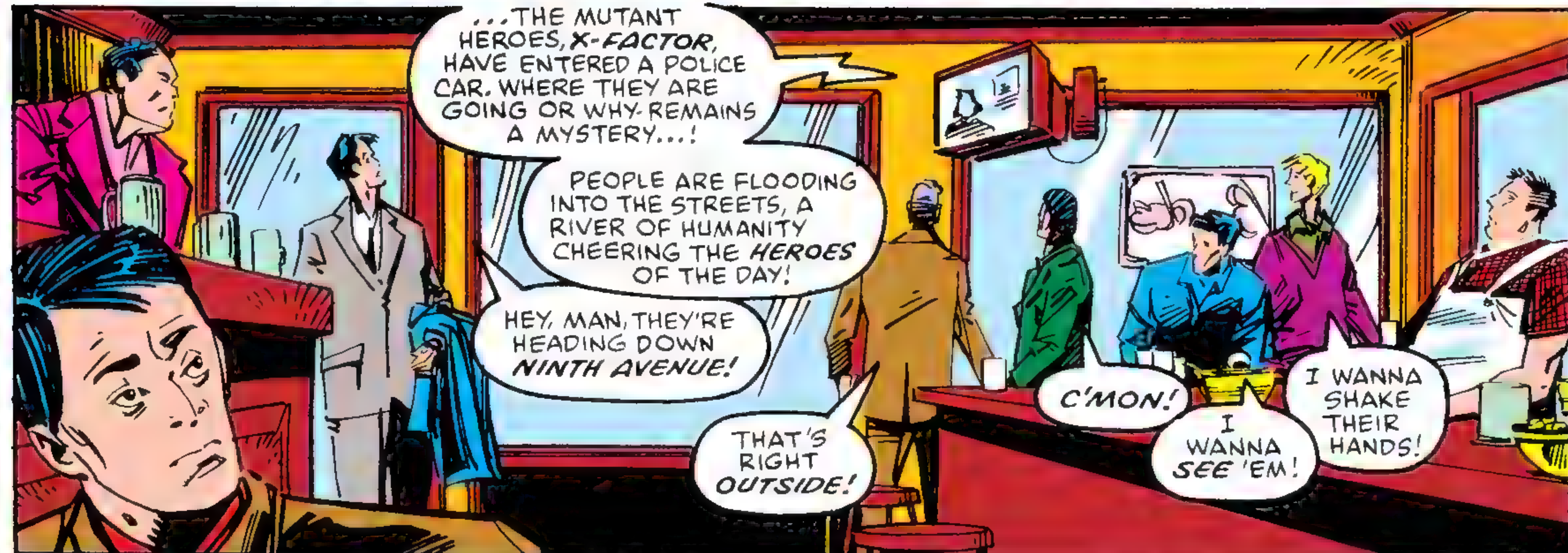
BIGGEST NEWS DAY YET!

HOPE WE DON'T GET ANOTHER LIKE IT FOR A LONG TIME!



HEY! LOOK, IT'S THOSE **MUTANTS**!

IT'S **X-FACTOR**!



...THE MUTANT HEROES, **X-FACTOR**, HAVE ENTERED A POLICE CAR. WHERE THEY ARE GOING OR WHY REMAINS A MYSTERY...!

PEOPLE ARE FLOODING INTO THE STREETS, A RIVER OF HUMANITY CHEERING THE **HEROES** OF THE DAY!

HEY, MAN, THEY'RE HEADING DOWN **NINTH AVENUE**!

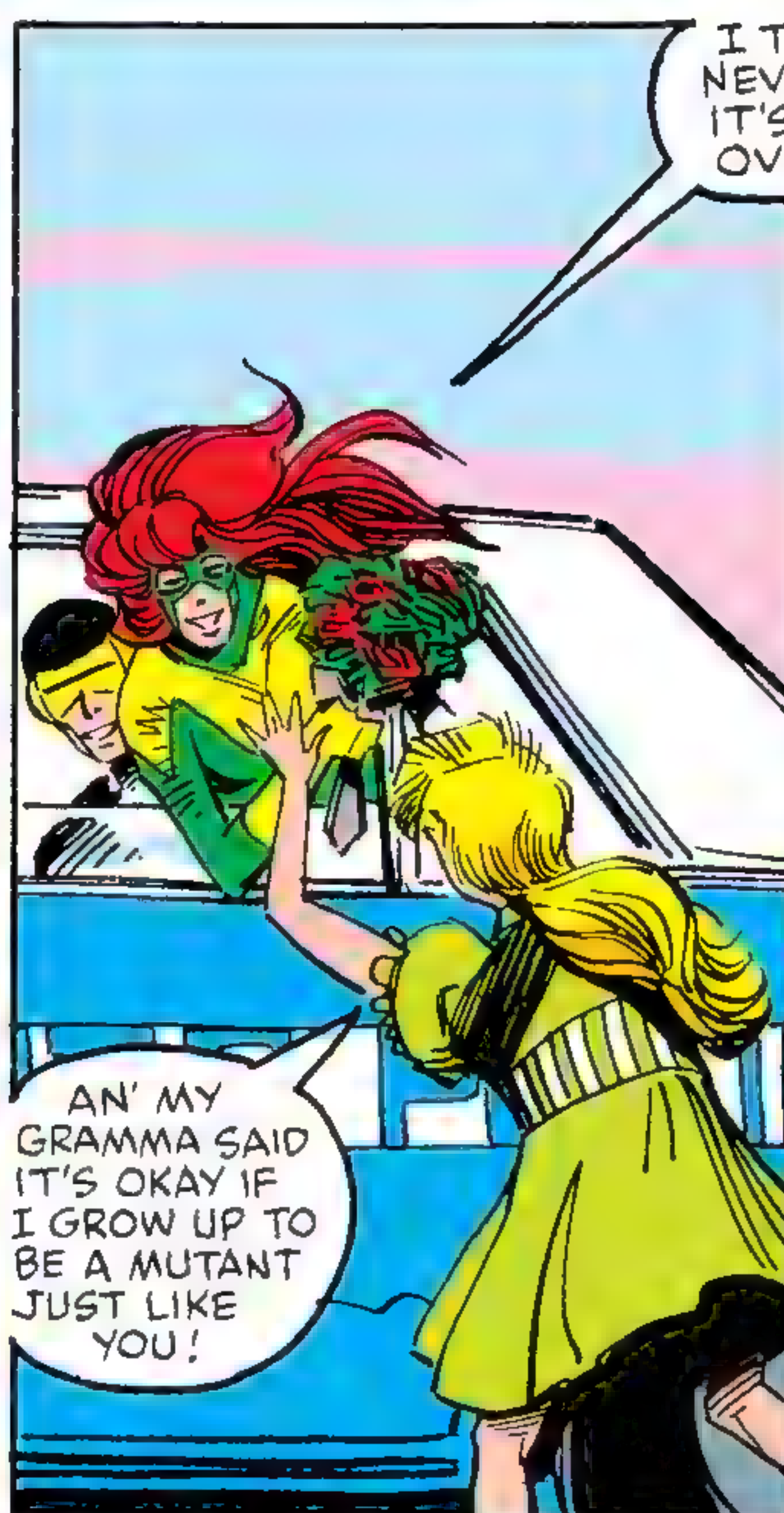
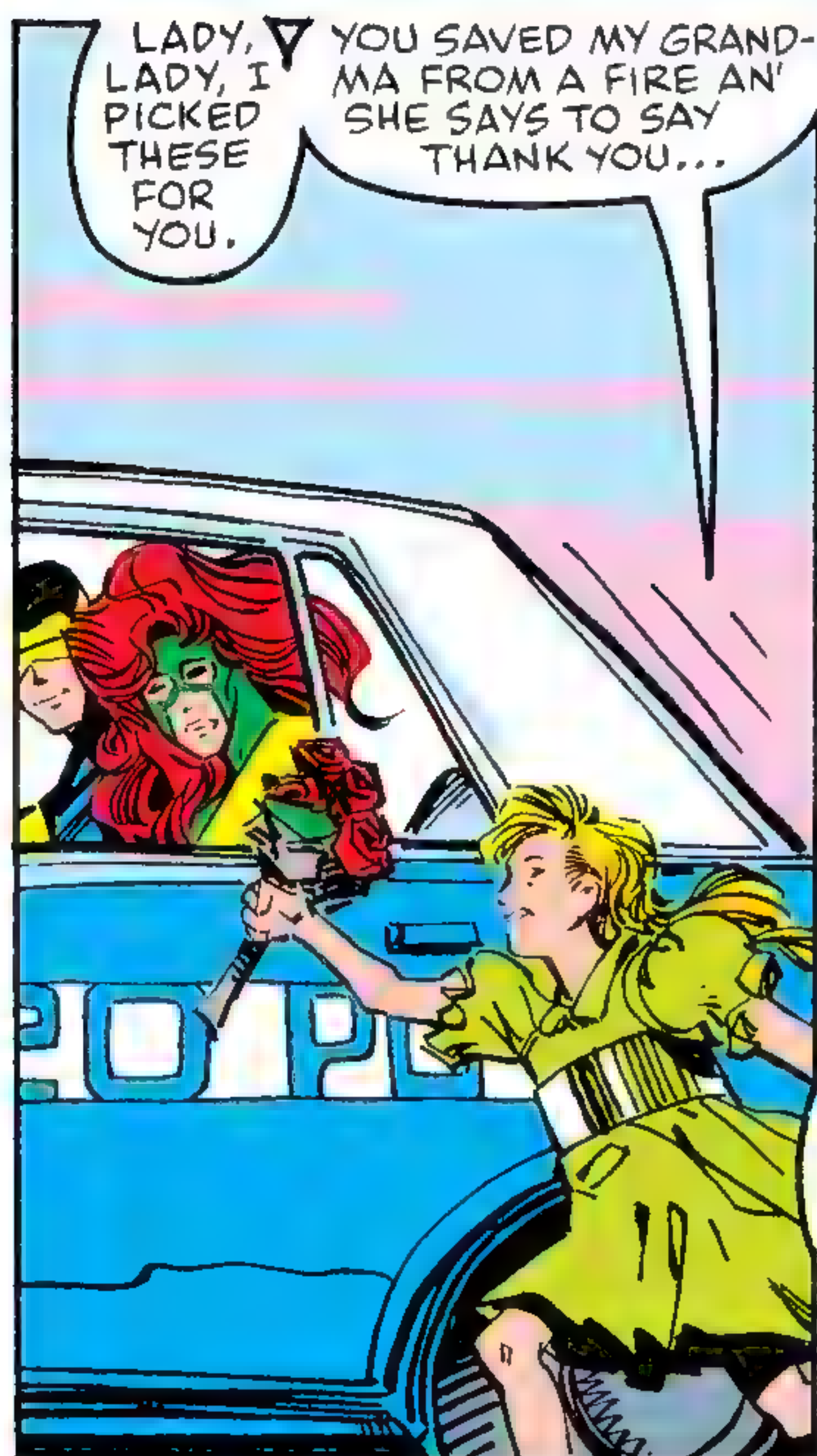
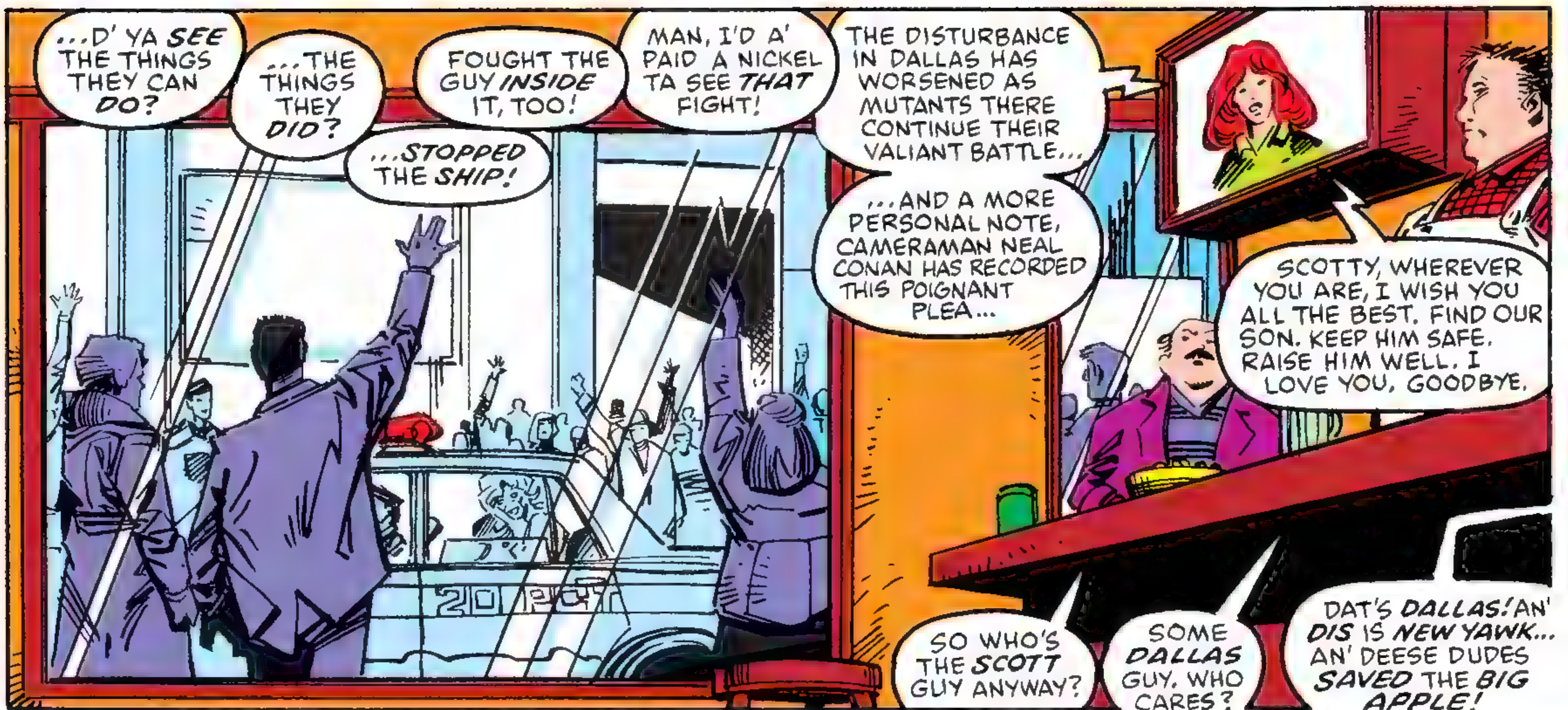
THAT'S RIGHT **OUTSIDE**!

C'MON!

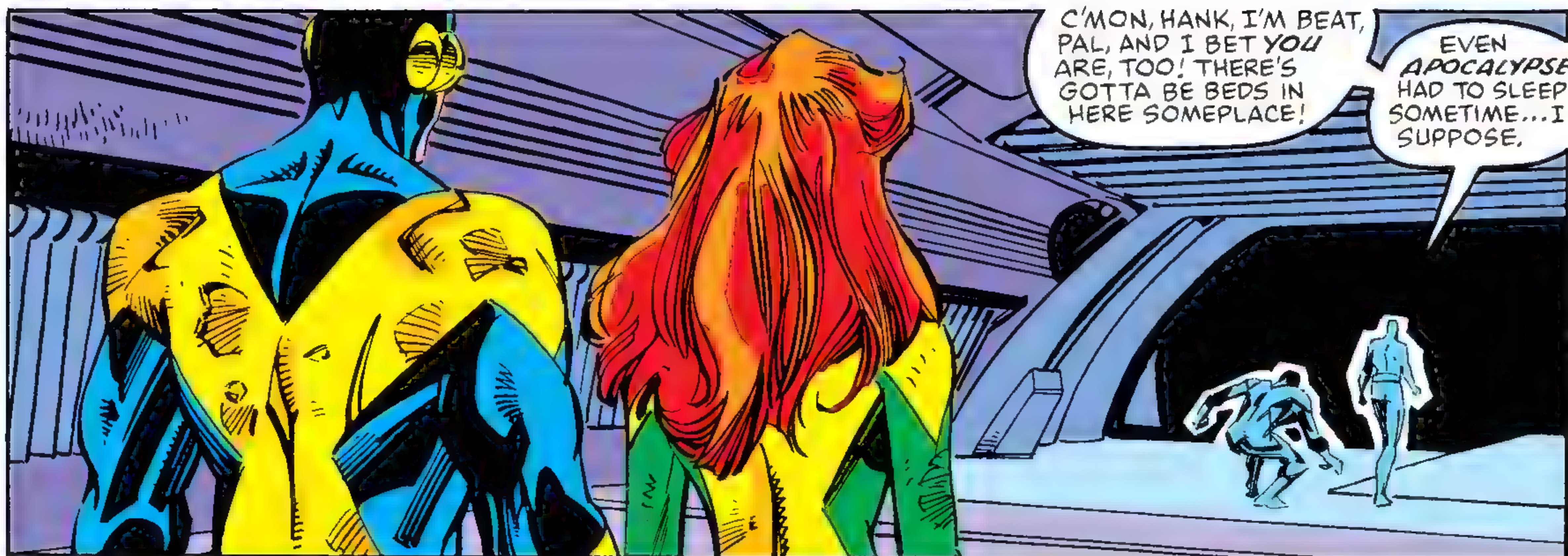
I WANNA SEE 'EM!

I WANNA SHAKE THEIR HANDS!









C'MON, HANK, I'M BEAT, PAL, AND I BET YOU ARE, TOO! THERE'S GOTTA BE BEDS IN HERE SOMEPLACE!

EVEN APOCALYPSE HAD TO SLEEP SOMETIME... I SUPPOSE.

ALL THAT DESTRUCTION. IRONIC, ISN'T IT? MADDIE ALWAYS WORRIED ABOUT ME GETTING KILLED.

I SURVIVED... EVERYTHING AND SHE WAS THE ONE WHO DIED.

MAYBE I CAN LAY HER GHOST TO REST, NOW THAT THE WORLD DOESN'T NEED ME TO SAVE IT ANY MORE.

SCOTT, THE WORLD *STILL* NEEDS YOU. *WE* NEED YOU, TOO!

LET ME... LET *US* HELP YOU. WE'LL FIND THEM... WHO-EVER THEY ARE. AND LAY HER GHOST TO REST TOGETHER.

JEAN, SOMEBODY *KILLED* HER... I DON'T KNOW WHO... OR WHY? MUTANT *HATERS*, MAYBE? OR EVIL *MUTANTS*?

WHOEVER IT IS, I'M GOING TO *FIND* THEM... NOW THAT I'VE GOT TIME FOR MY OWN VENDETTAS.

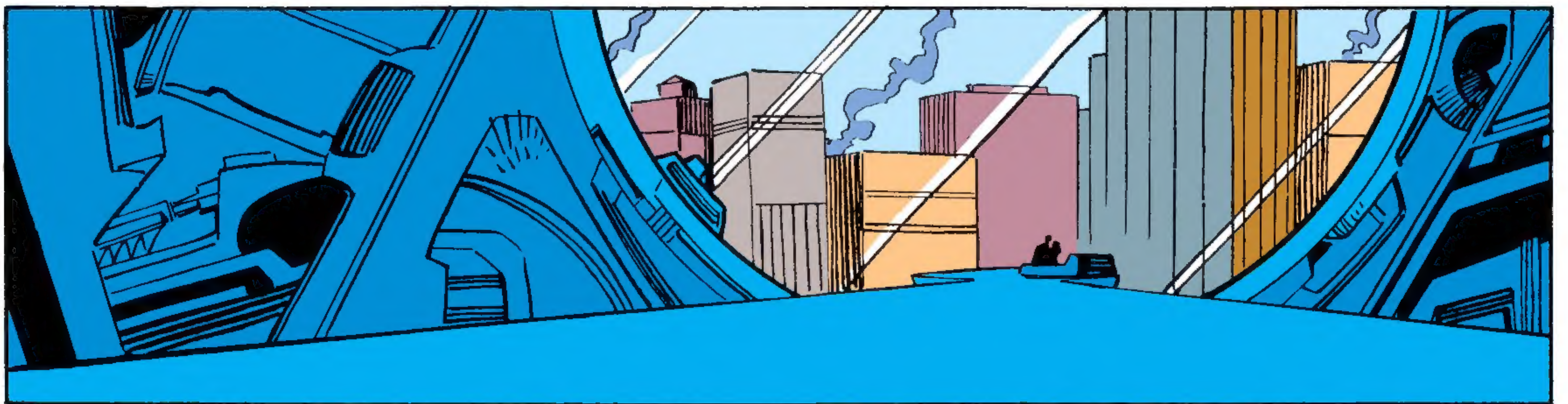
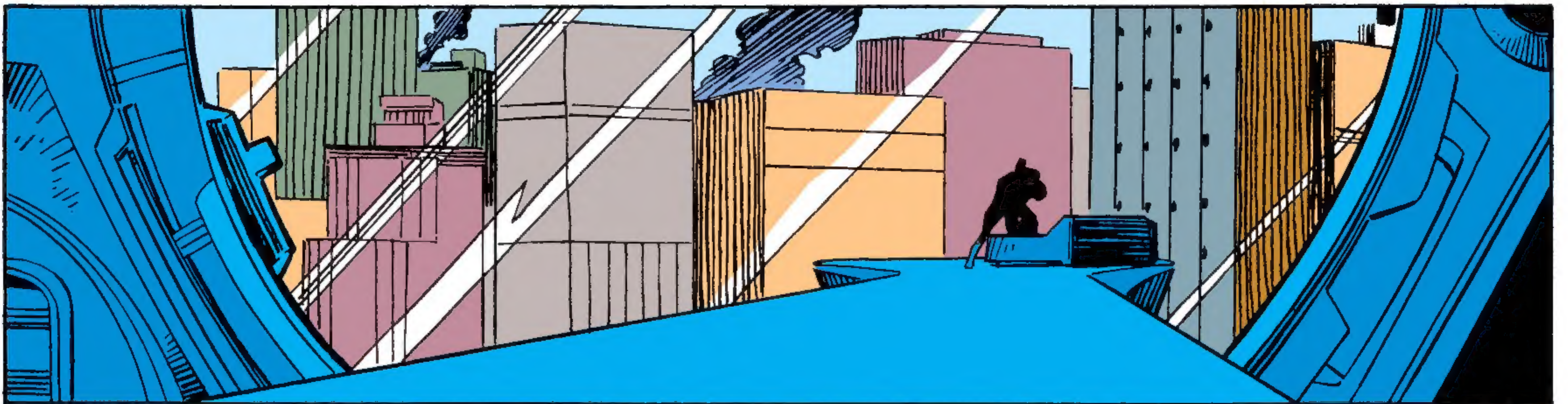
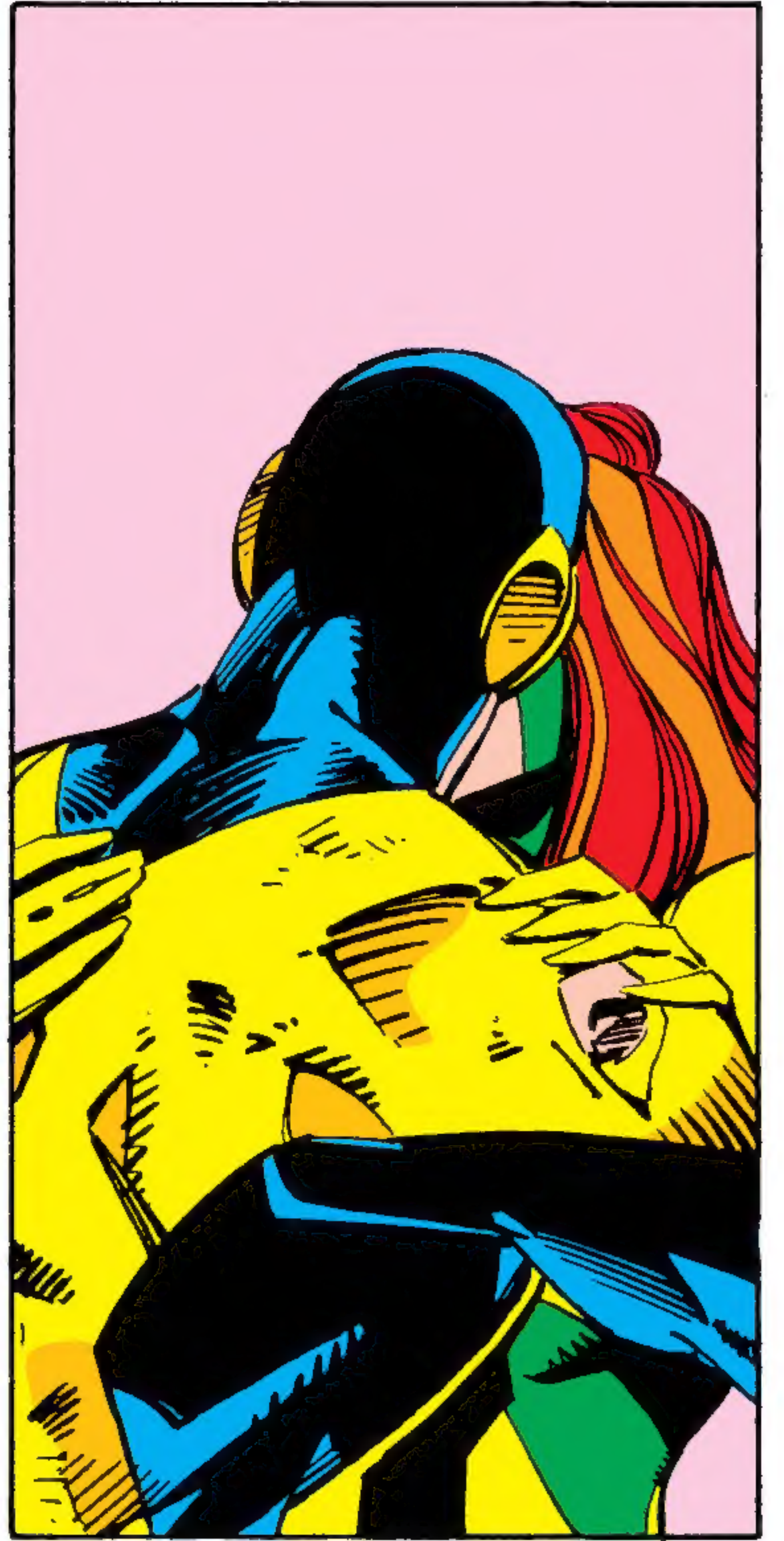
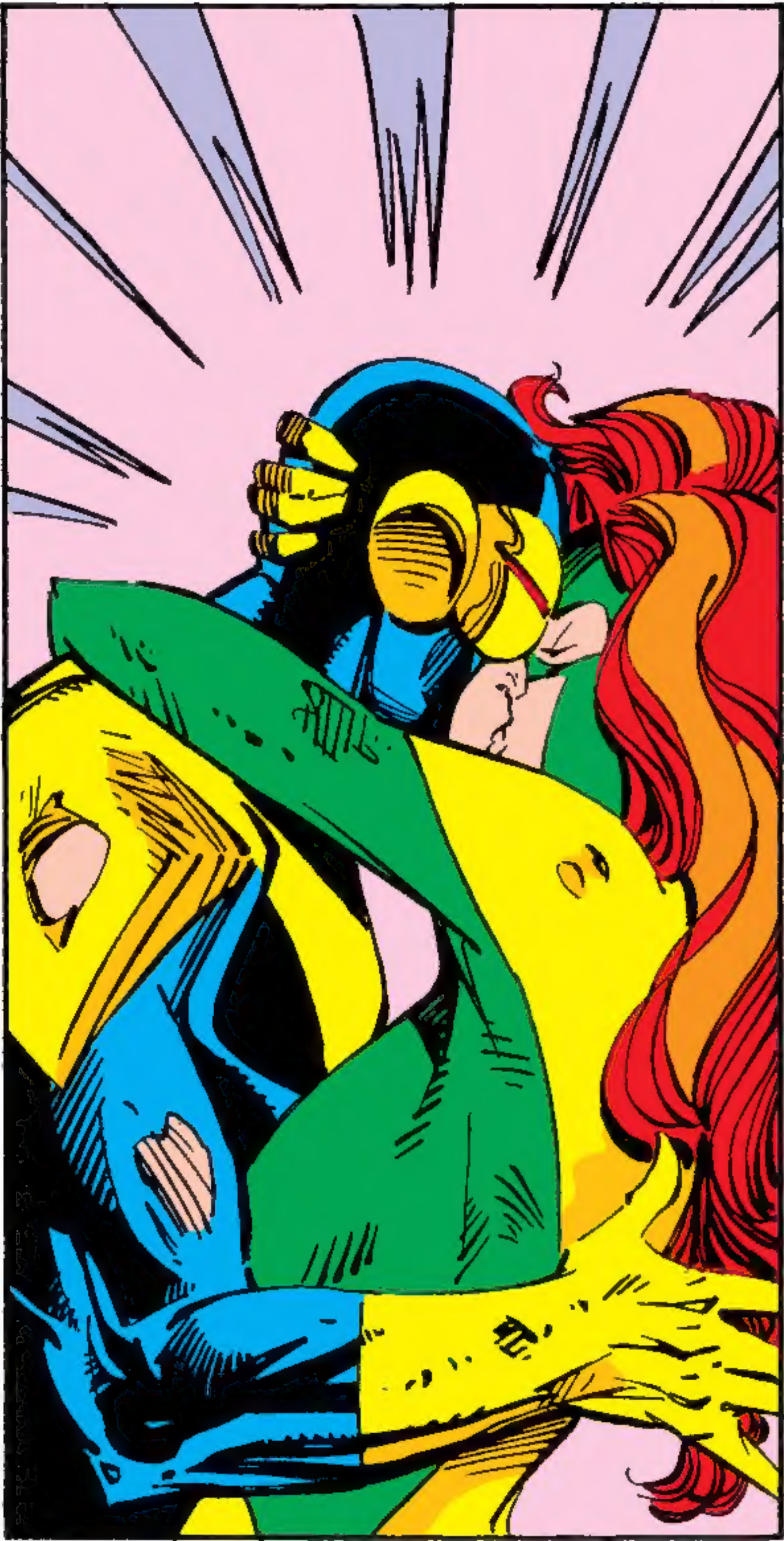
*LISTEN* TO ME, SCOTT SUMMERS! *PHOENIX* IS DEAD. *MADelyn*'S DEAD. YOU'VE GOT TO *ACCEPT* THAT!



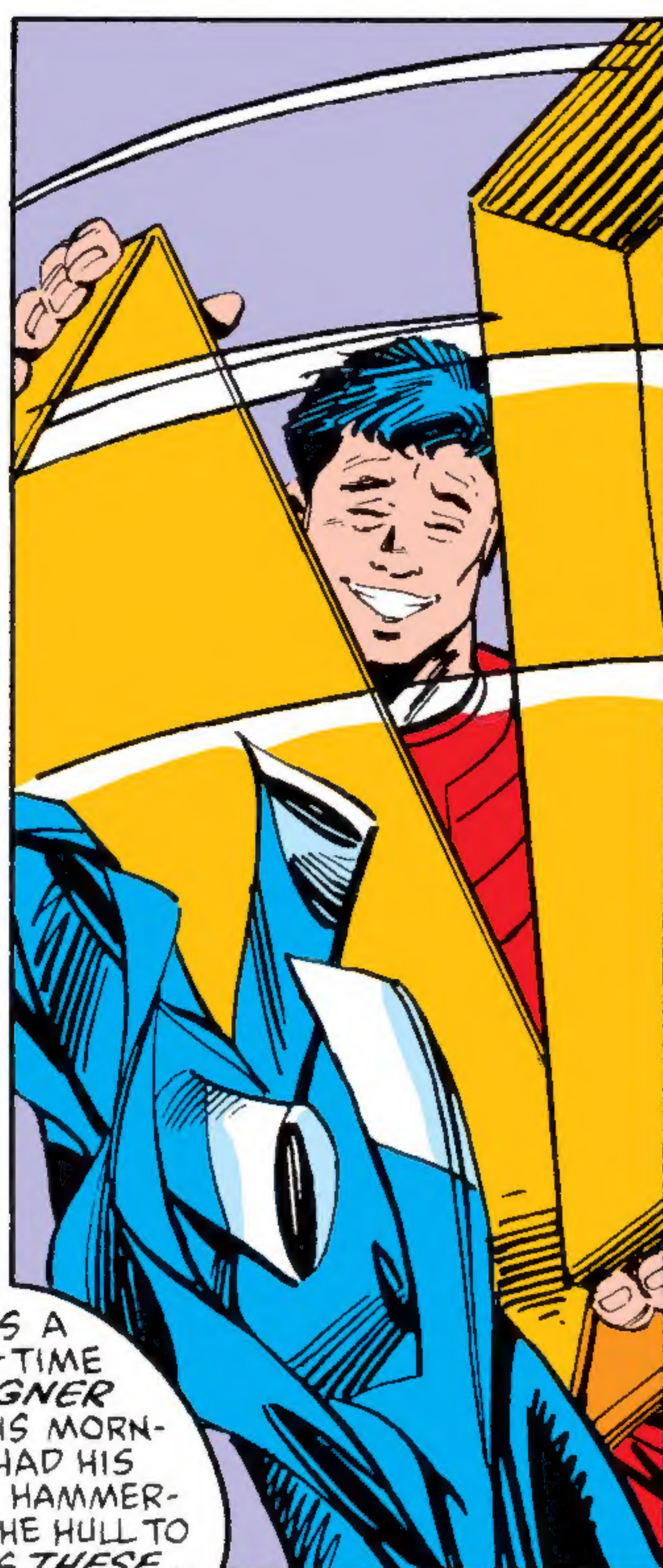
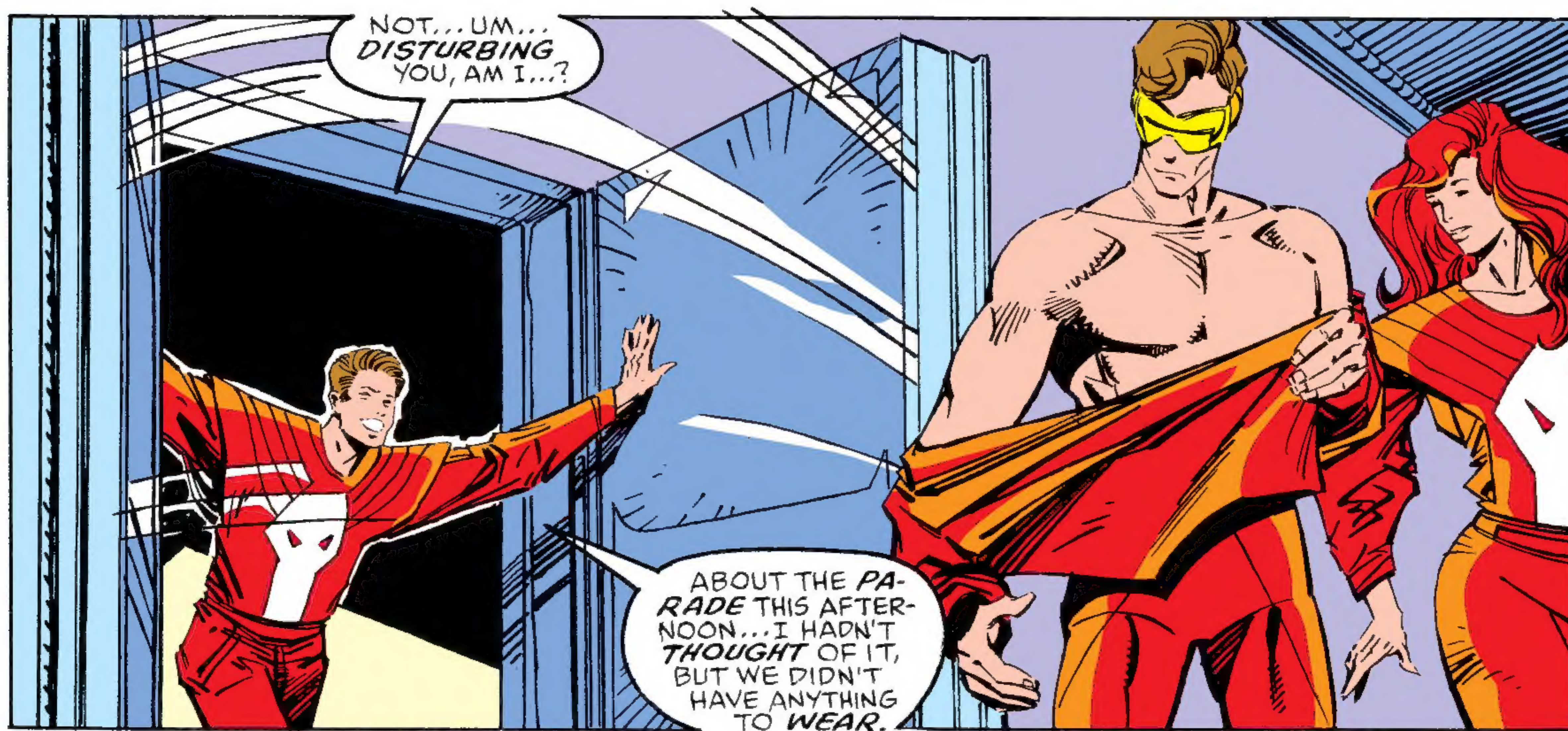
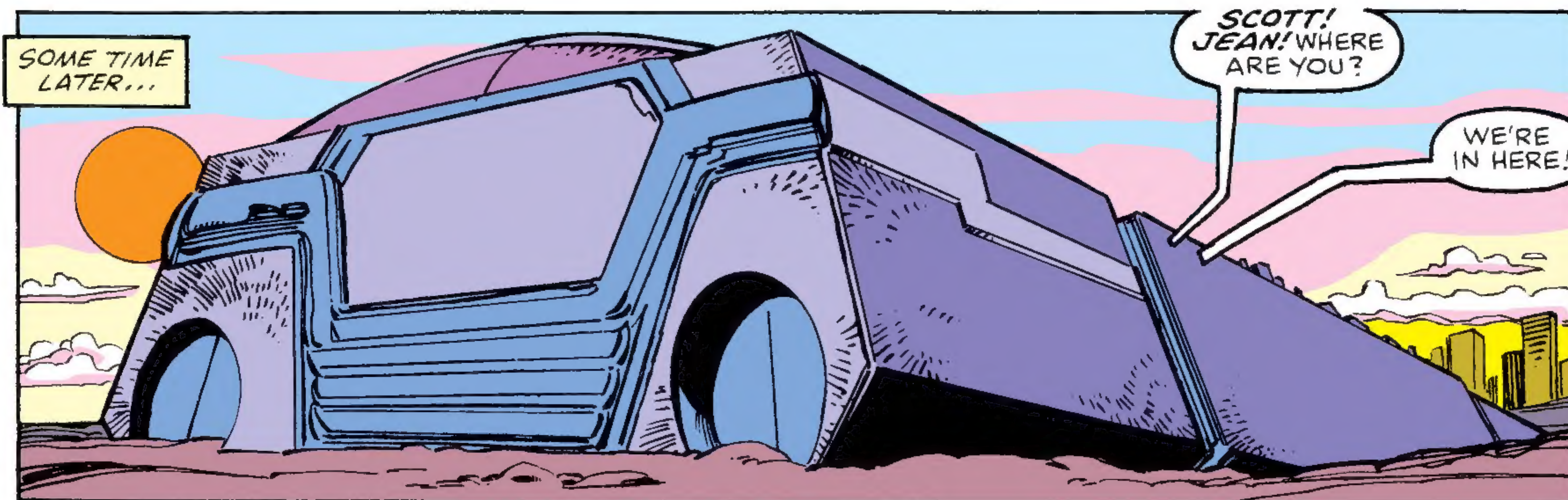
AND, FOR ONCE... *SURPRISE*... I'M ALIVE.

WE'VE *FOUND* EACH OTHER AGAIN, AFTER ALL THESE YEARS. AND I'M NOT GOING TO LET *ANYBODY*'S GHOST STAND BETWEEN US.











SOON...

THERE THEY ARE!

THEY'RE COMING OUT!

CAPTAIN MADE LIEUTENANT CRAIG AND ME YOUR HONOR GUARDS FOR THE PARADE!

CYCLOPS, OVER HERE!

"A HUMAN HONOR GUARD. THEY HAVE WON THE HUMANS' TRUST! AH, THE WONDROUS IRONY OF IT ALL!"

"X-FACTOR IS INDEED, AMONG THE STRONG..."

...FOR THEY HAVE OTHER STRENGTHS, MY HORSEMEN, BEYOND PHYSICAL PROWESS.

I AM PLEASED. BUT THEIR TESTING IS NOT YET ENDED.

X-FACTOR REVELS IN ITS STRENGTH. THEY HAVE STRIPPED THEMSELVES OF THEIR HUMAN IDENTITIES...

...AND GLORIFY THEIR MUTANT HERITAGE ...AND THAT PRIDE WILL BE THEIR UNDOING.

MY SHIP REPRESENTS POWER... POWER WHICH MUTANTS, BY THEIR NATURES, WILL CONTROL...

...AND WHICH HUMANS WILL SOON COME TO ENVY.



"POWER CORRUPTS.  
SO SHALL IT BE WITH  
X-FACTOR."

"AND WHEN THESE **HEROES** ARE FORCED  
TO TURN ON THEIR HUMAN FRIENDS..."

"...IT WILL BE WITH THEIR  
WHOLE HEARTS AND SOULS...!"



DEJA VU,  
HUH, CYCLOPS?  
WE'VE GOTTA  
STOP MEETING  
LIKE THIS.

IF HUMANS  
AND MUTANTS  
CAN **CONTINUE**  
TO MEET LIKE  
THIS, SERGEANT...

... IN  
**TRUST AND  
FRIENDSHIP, IN  
COOPERATION  
AND PEACE...**

... THEN  
THE WORLD  
CAN ONLY  
BECOME A  
**BETTER  
PLACE** FOR  
US ALL!

**THE END**